

ULTIMATE

SPIDER-MAN®

ISSUE  
22

REFLECTIONS OF...

BENDIS  
BAGLEY  
THIBERT

MARVEL®

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# 70 YEARS OF MARVEL COMICS

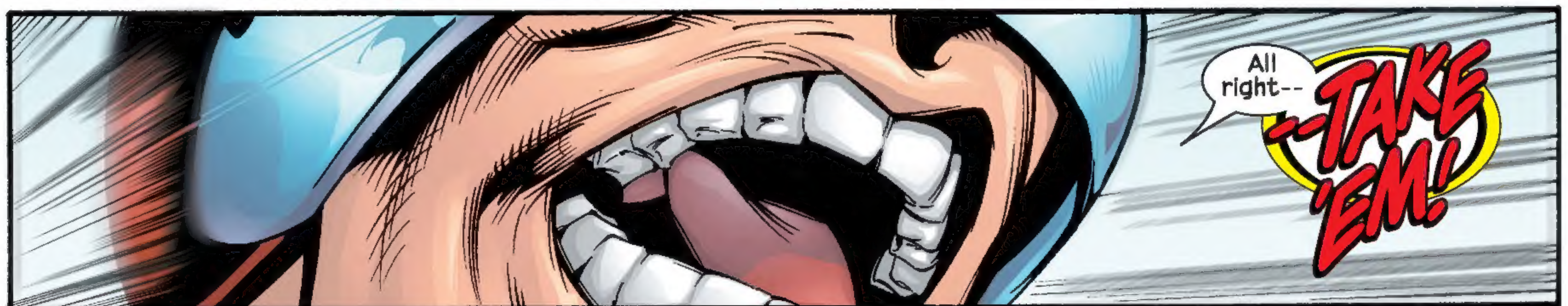
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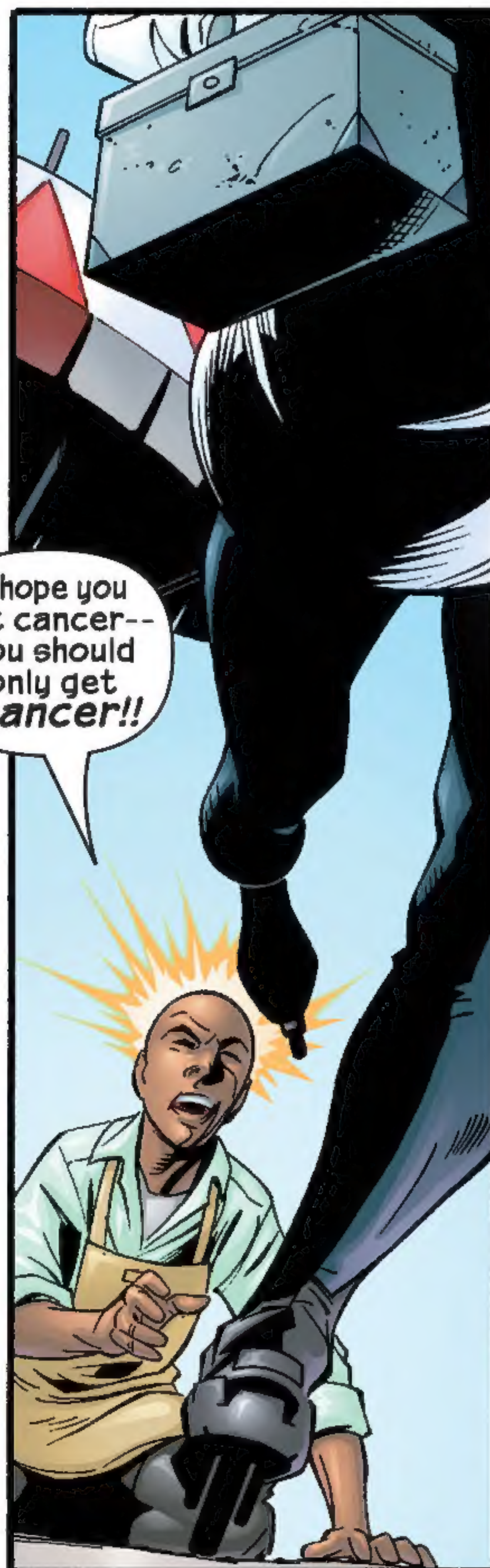




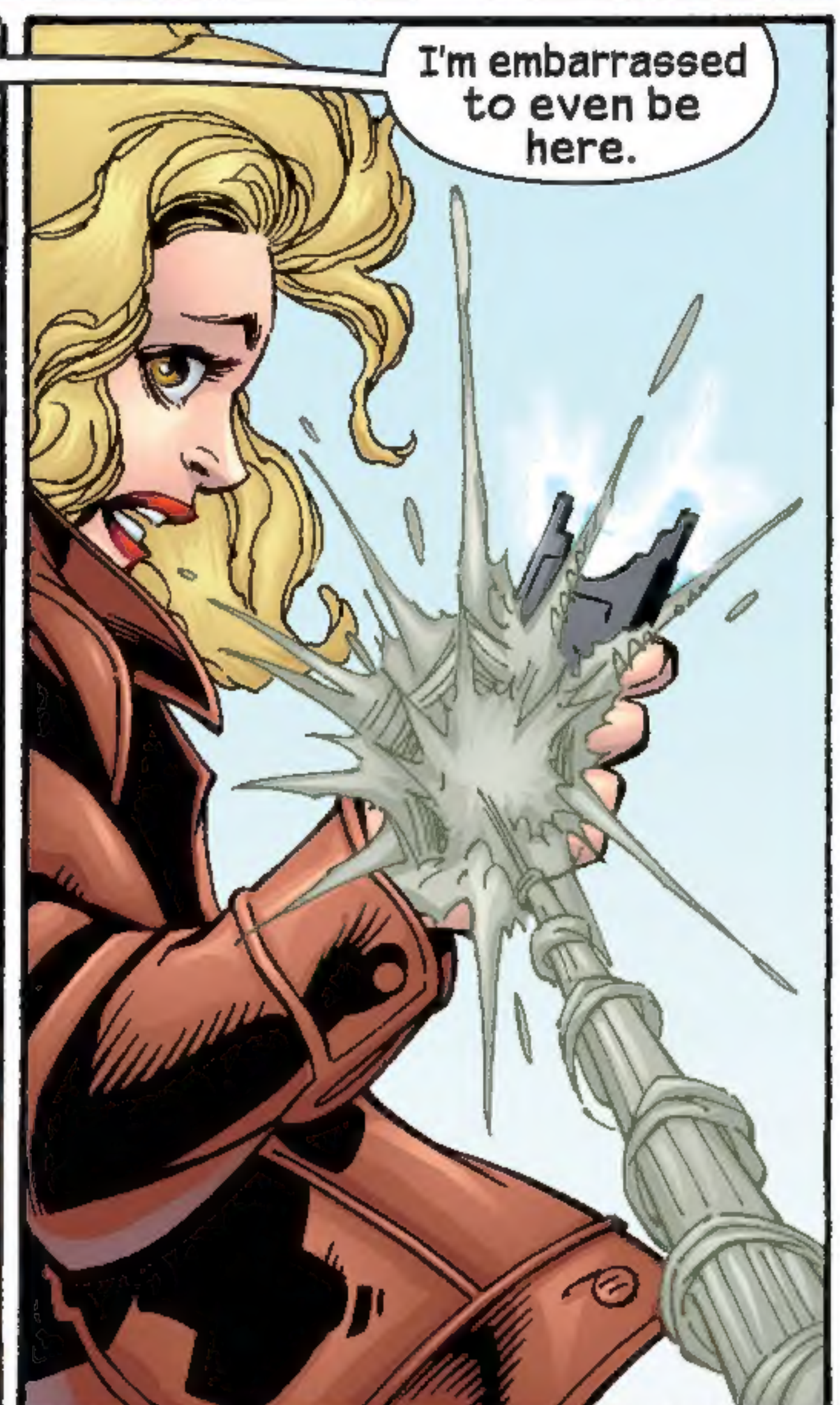




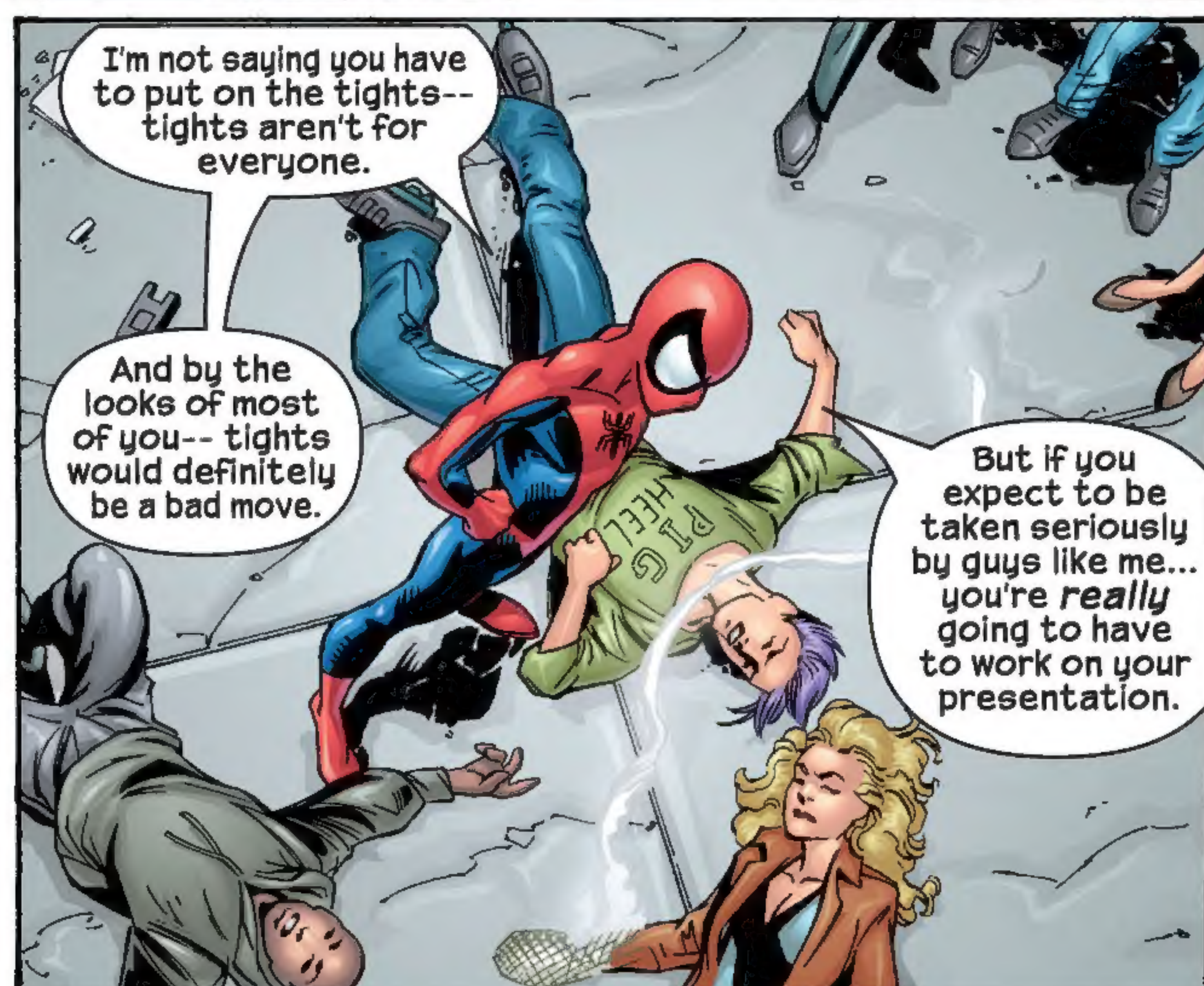
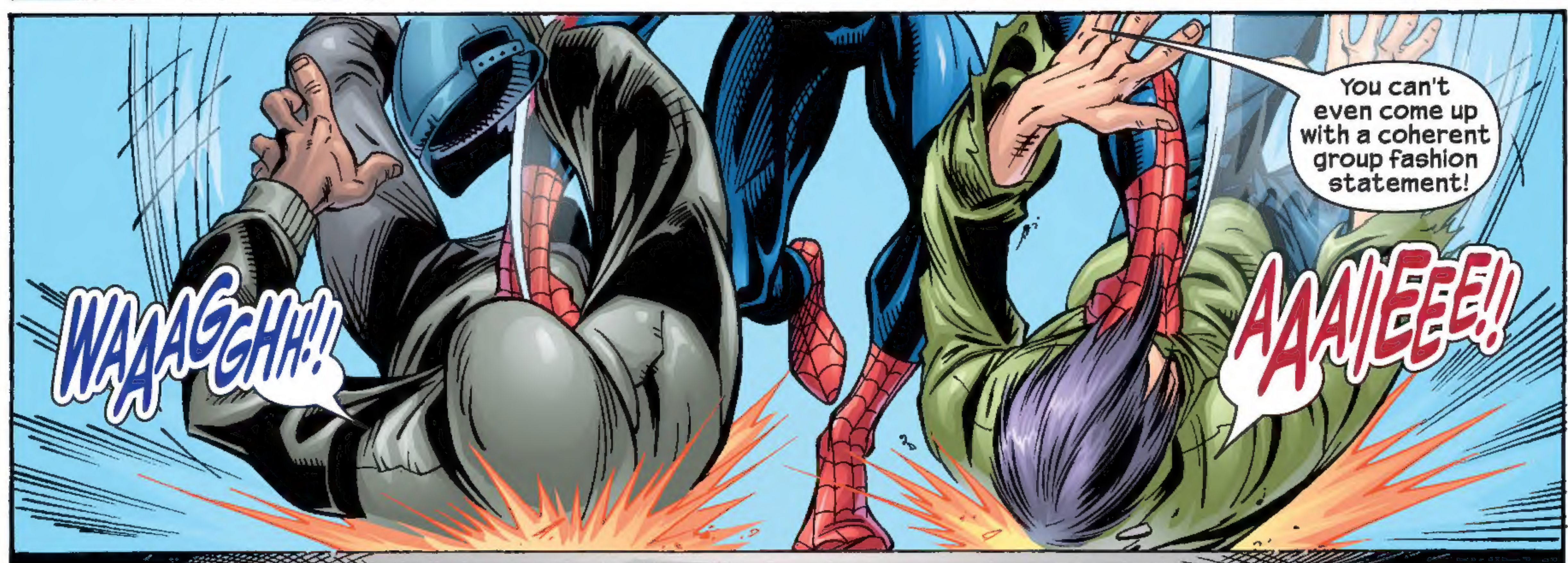
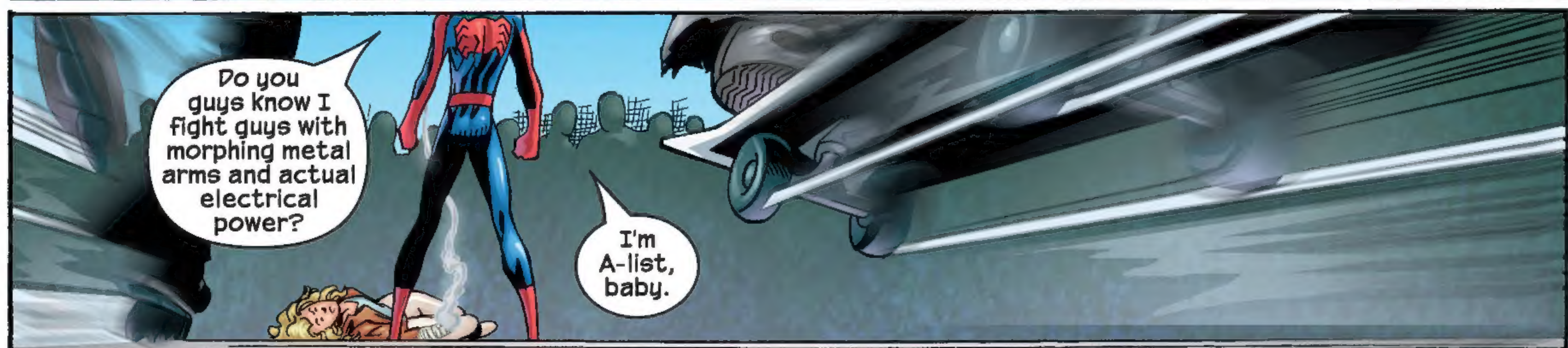
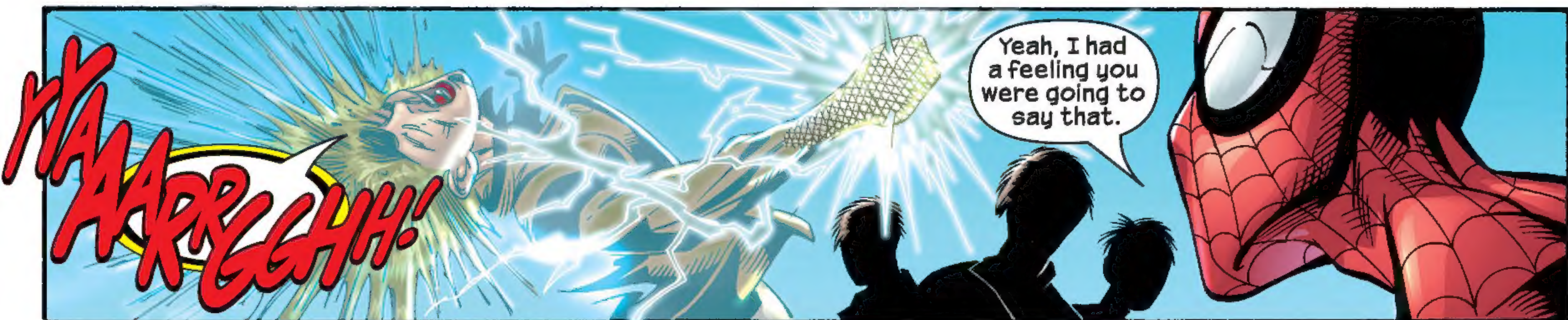








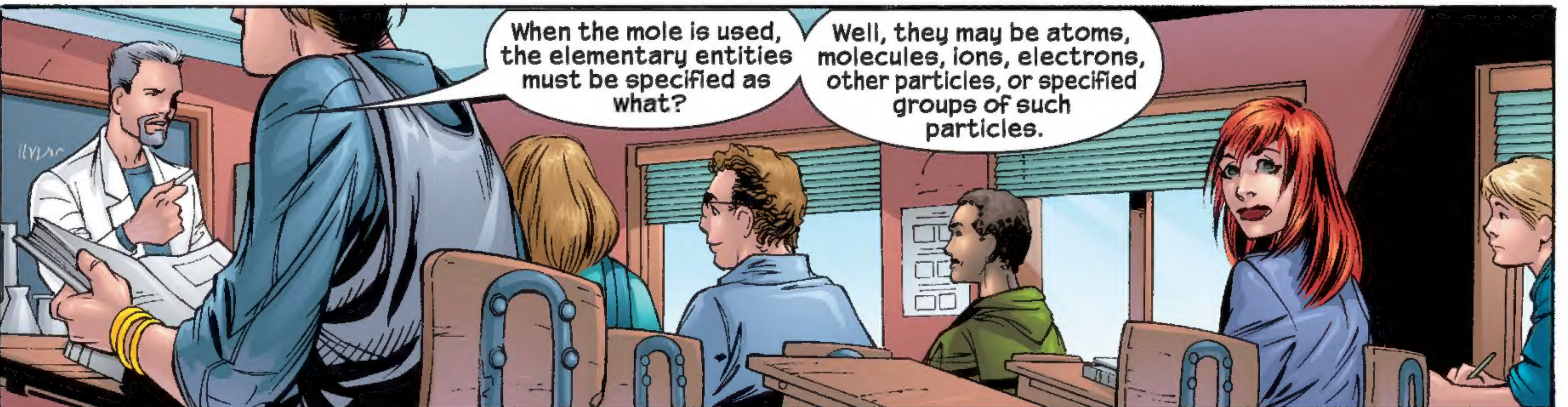
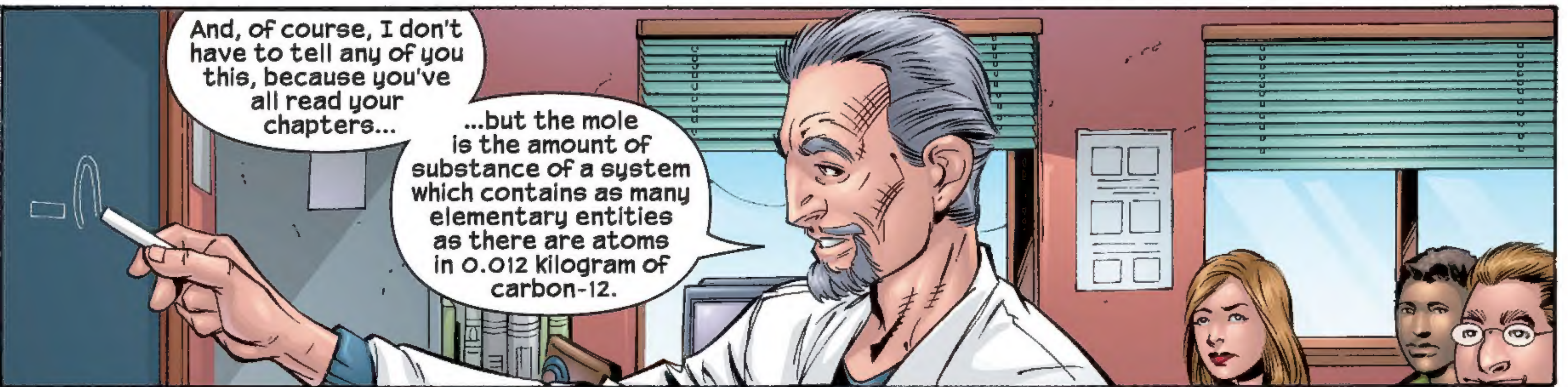
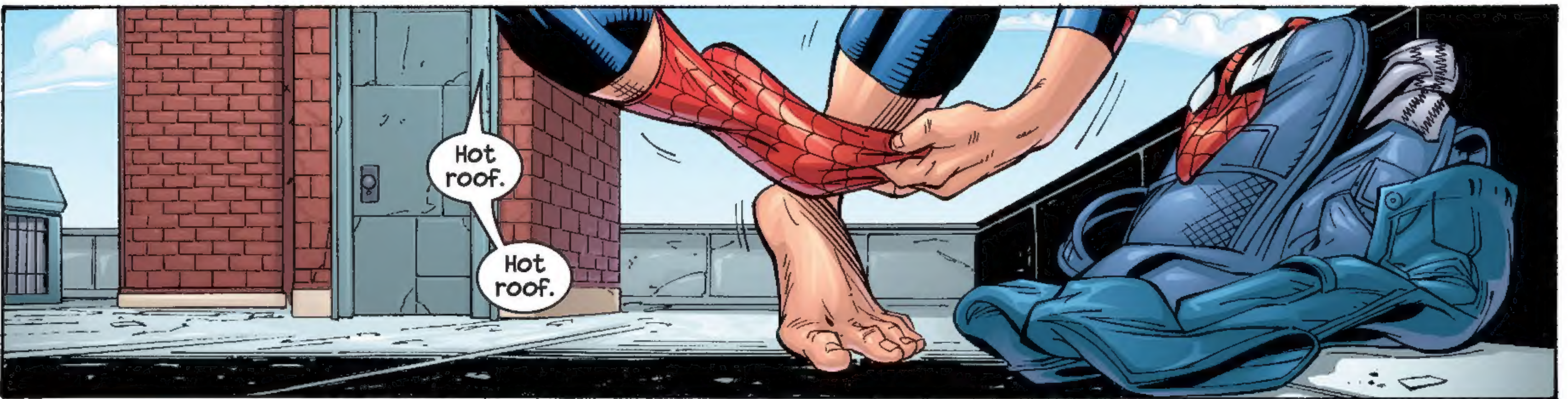
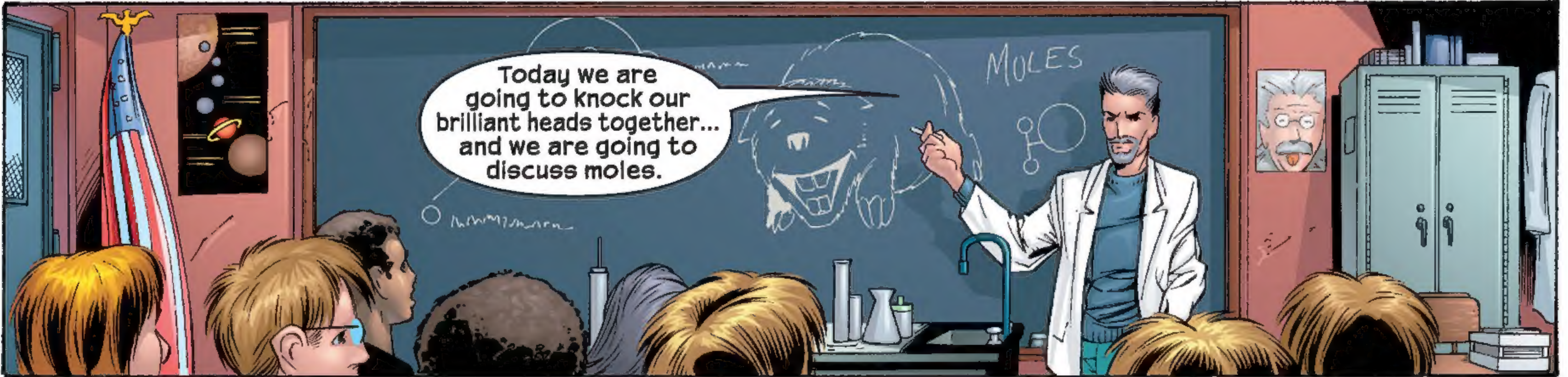
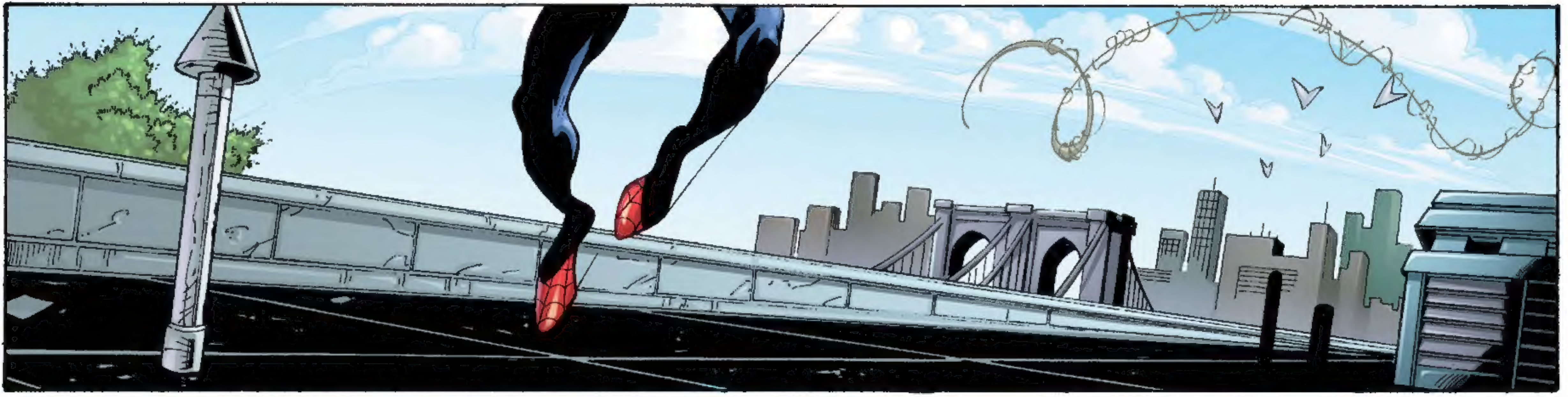




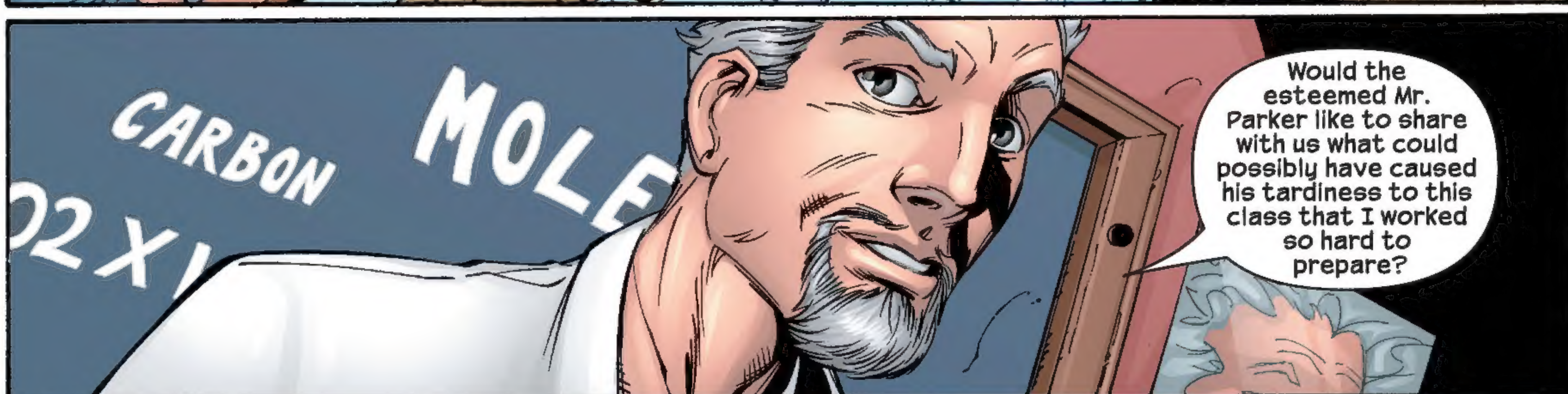
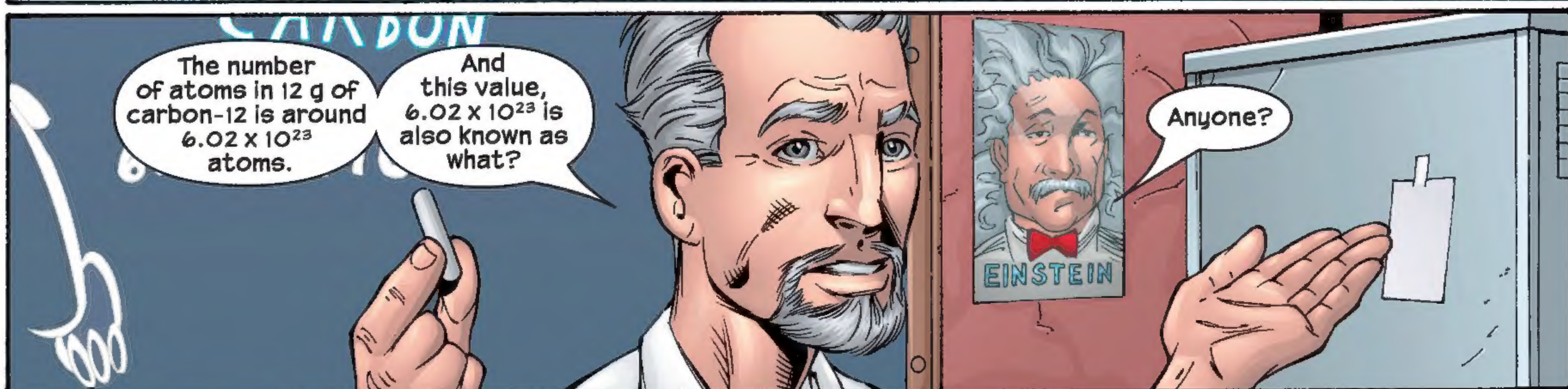
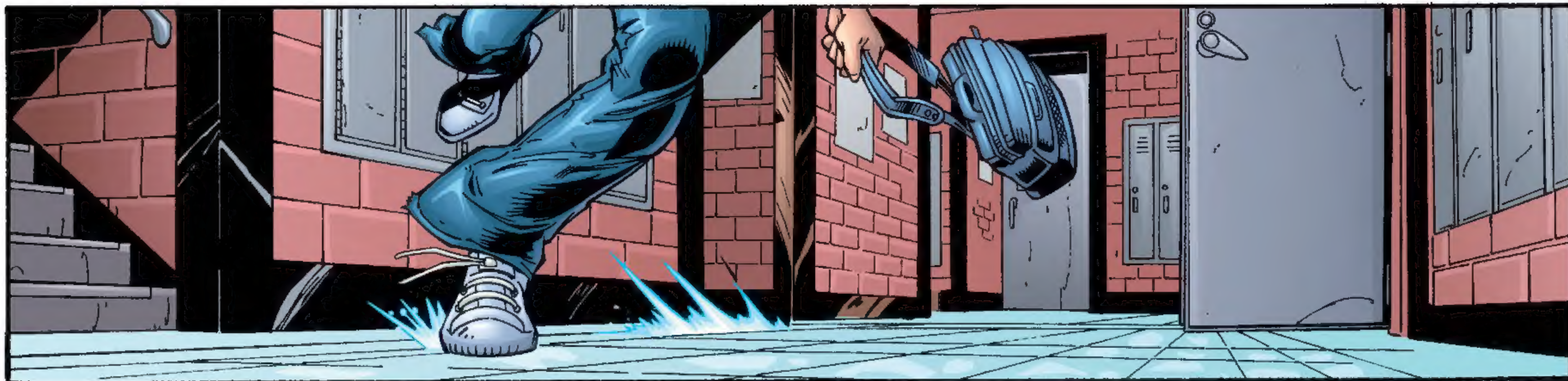




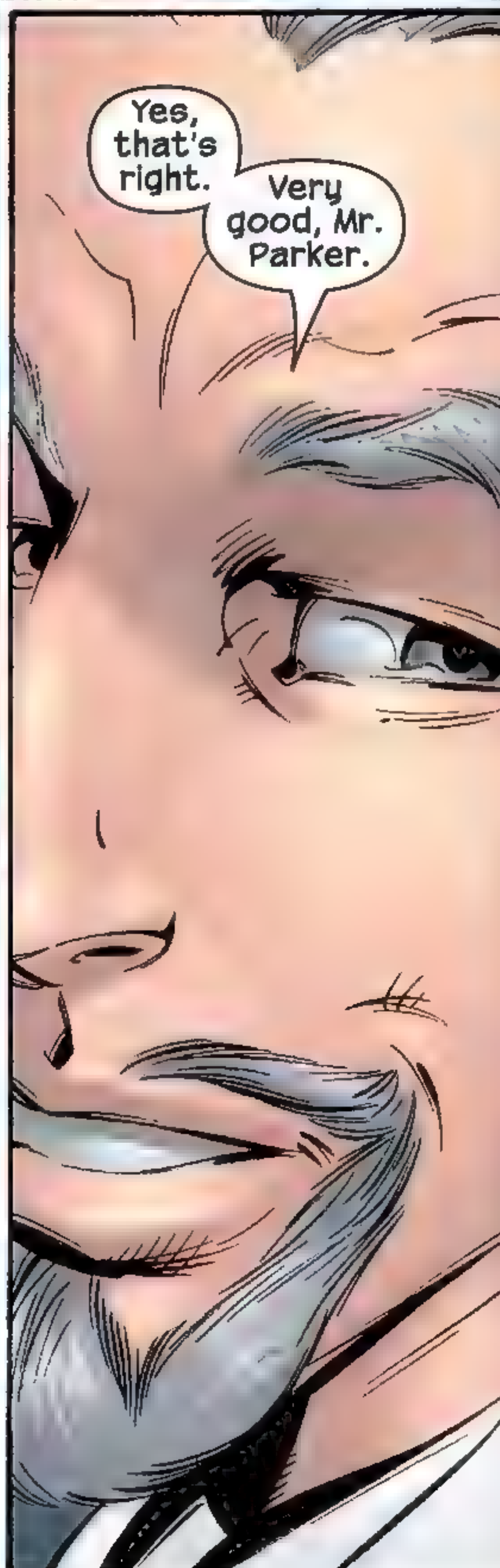
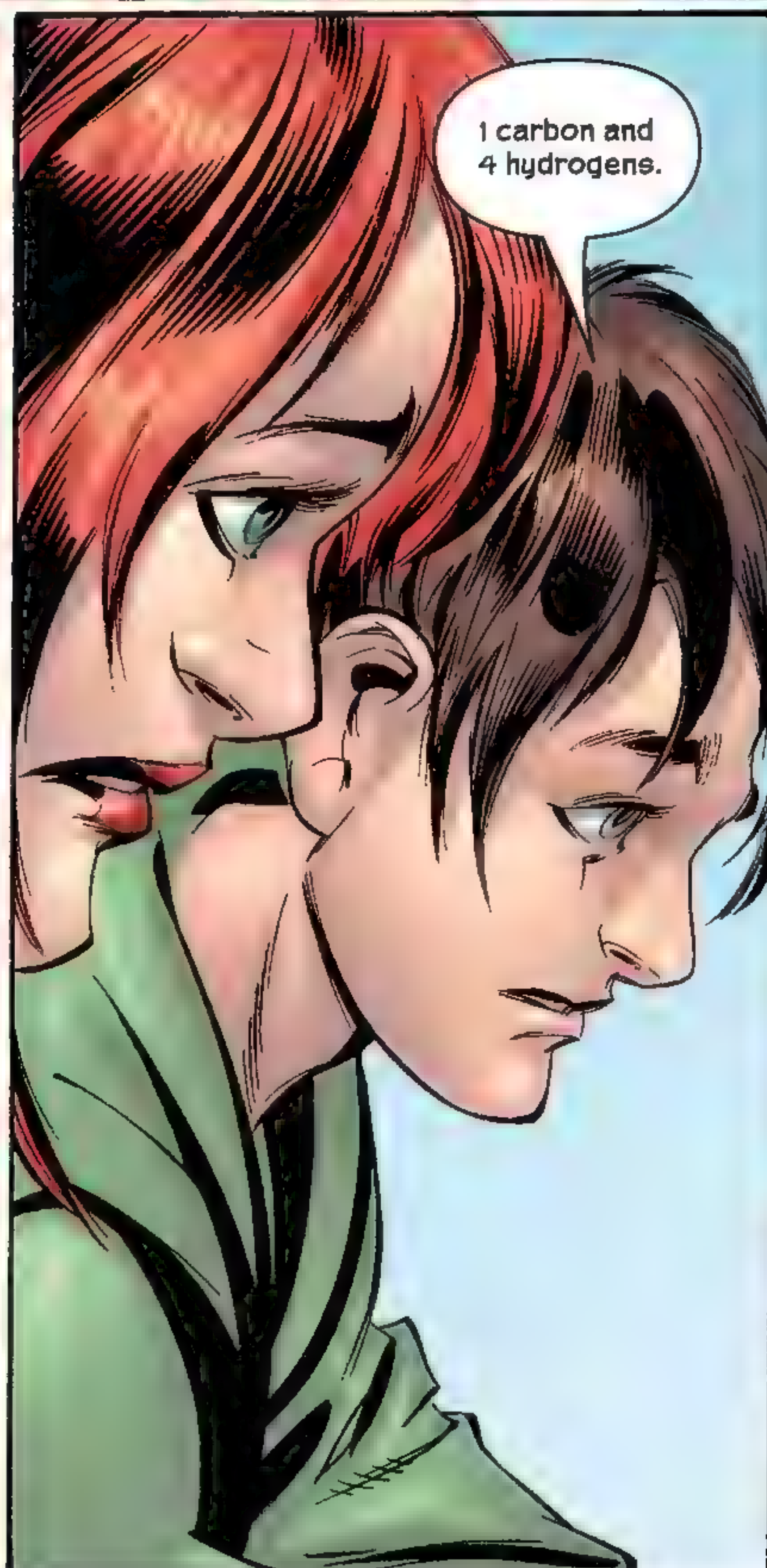
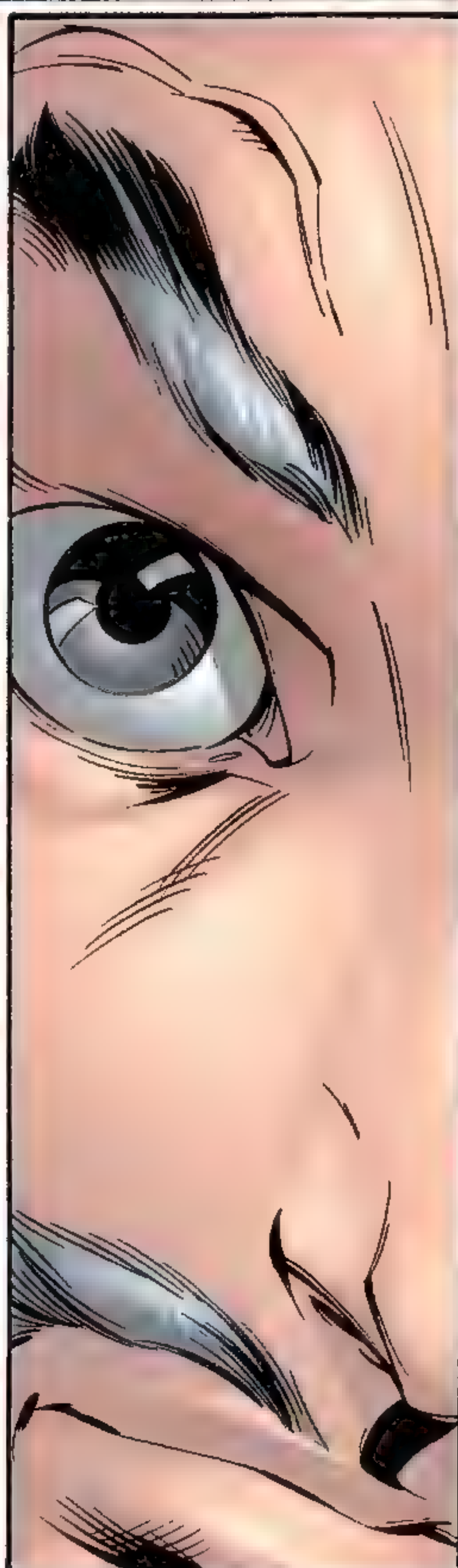
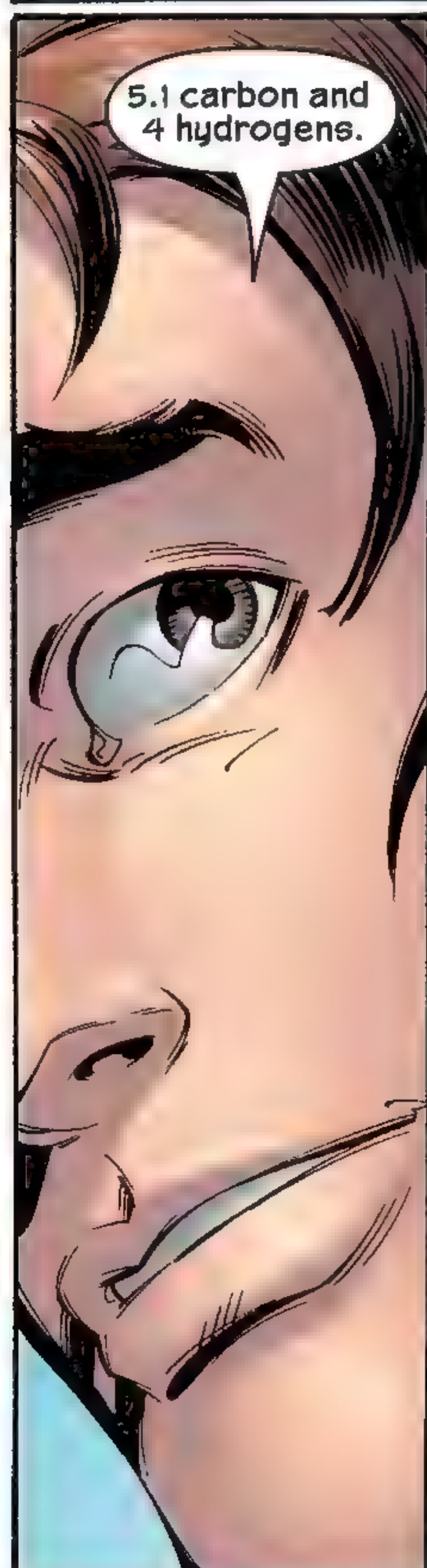
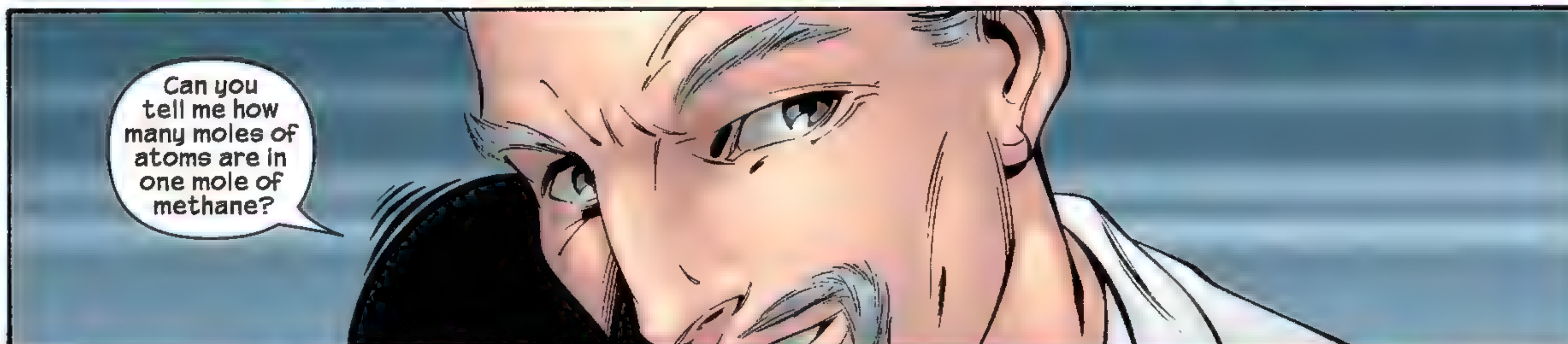
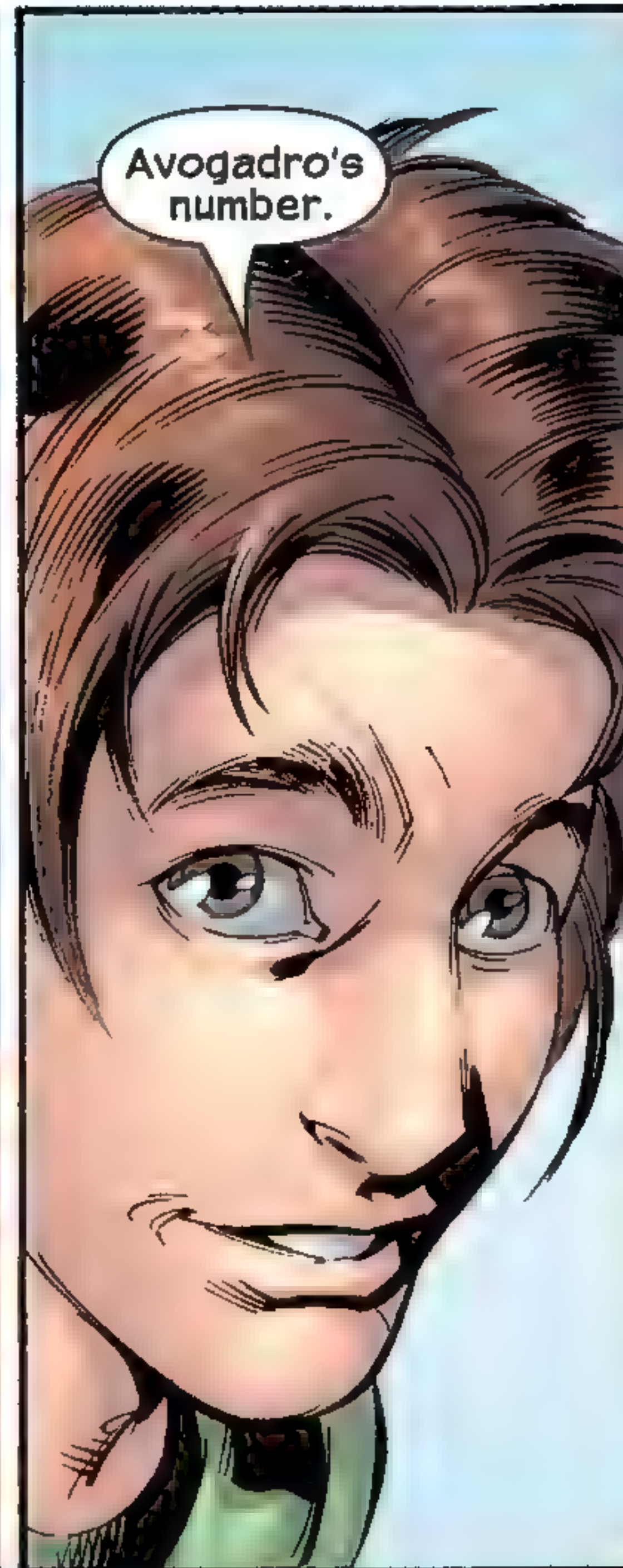
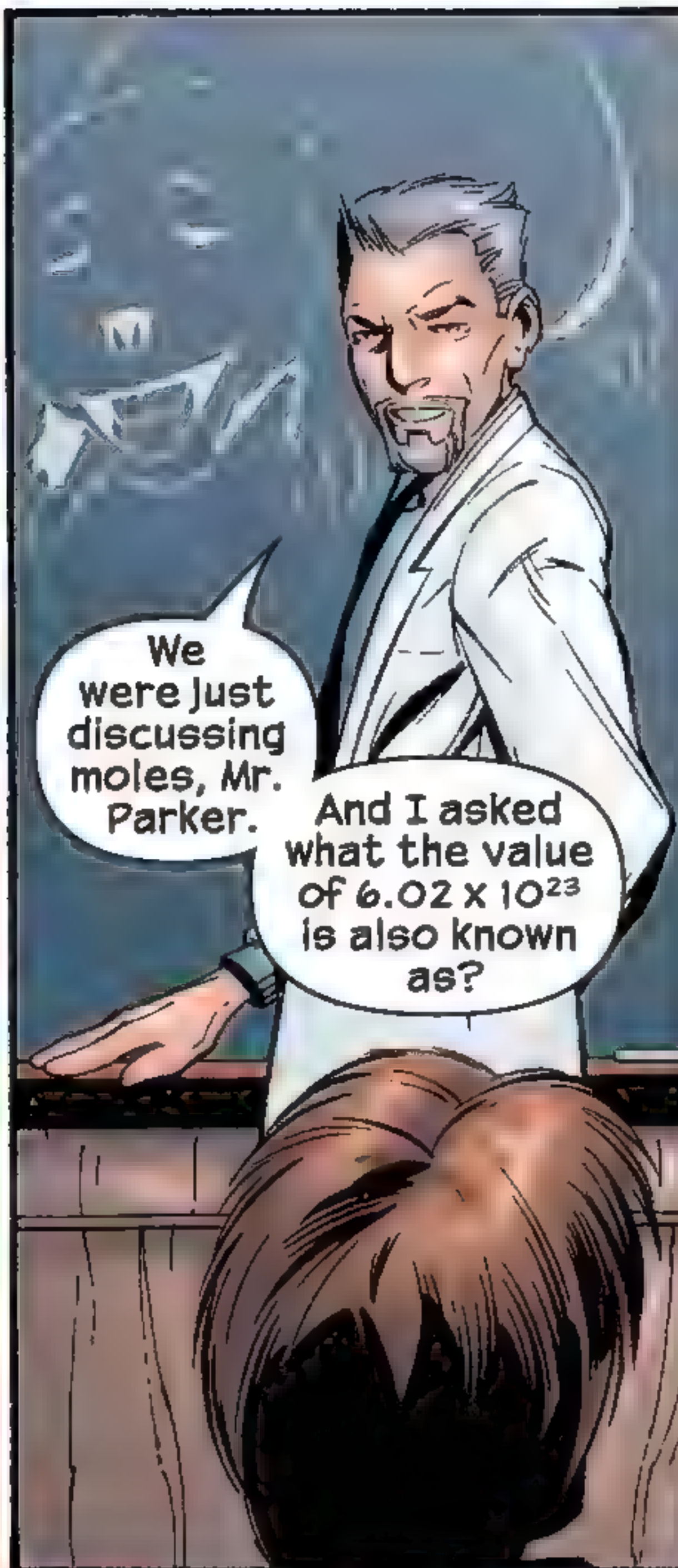
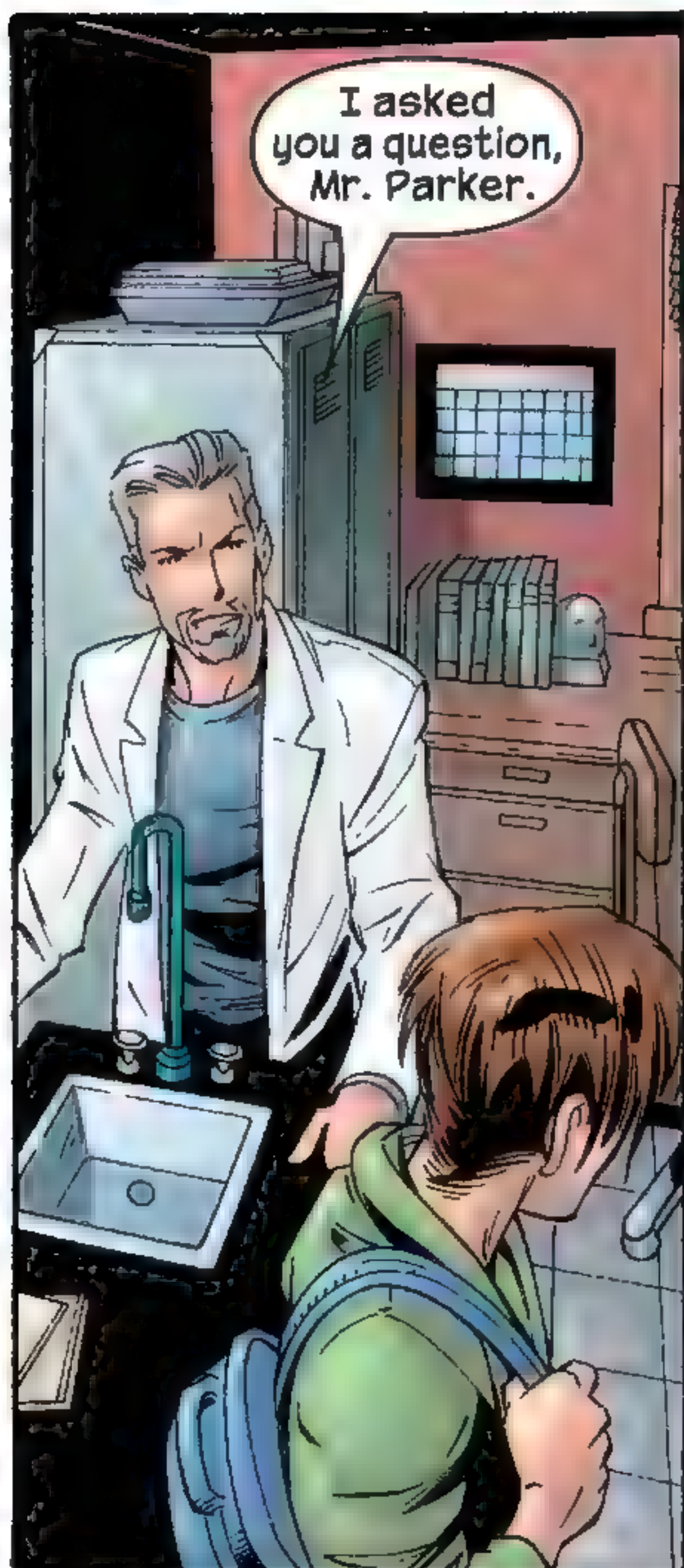




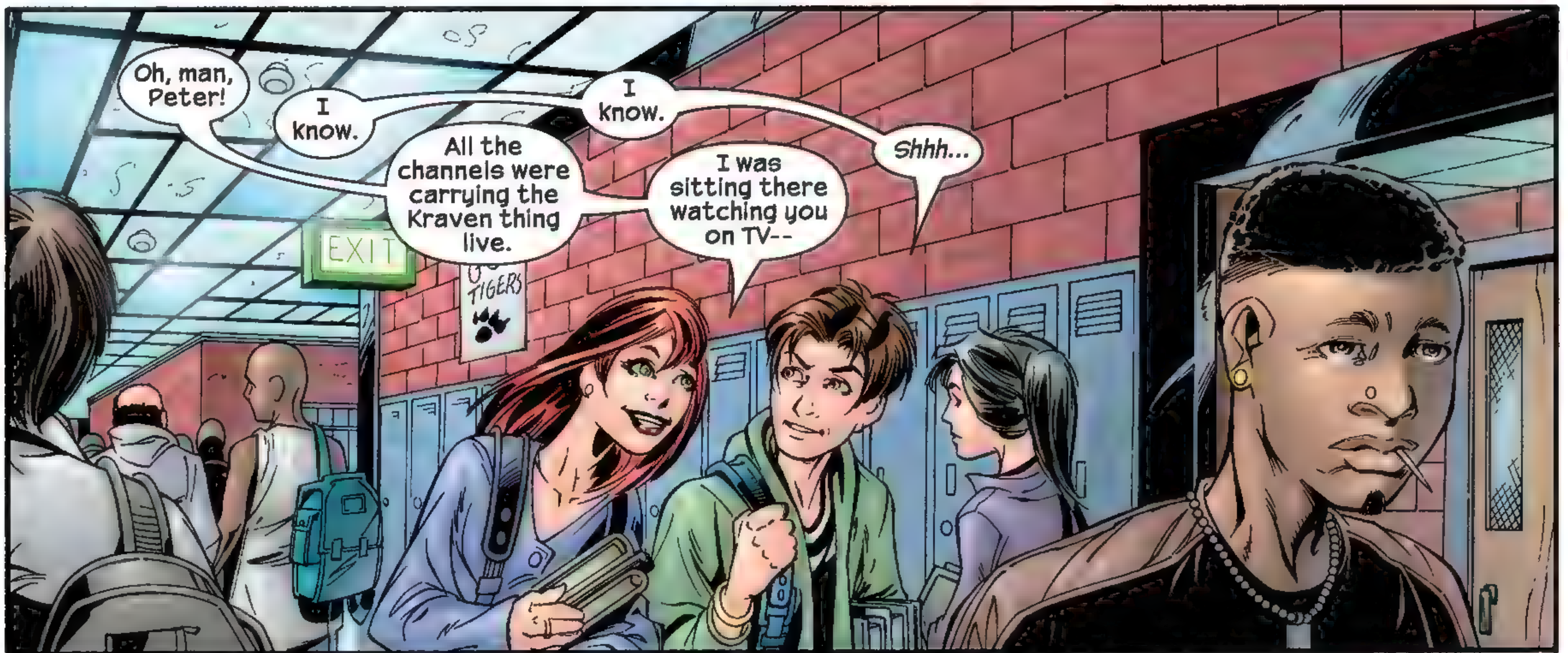












Oh, man, Peter!

I know.

I know.

All the channels were carrying the Kraven thing live.

I was sitting there watching you on TV--

Shhh...



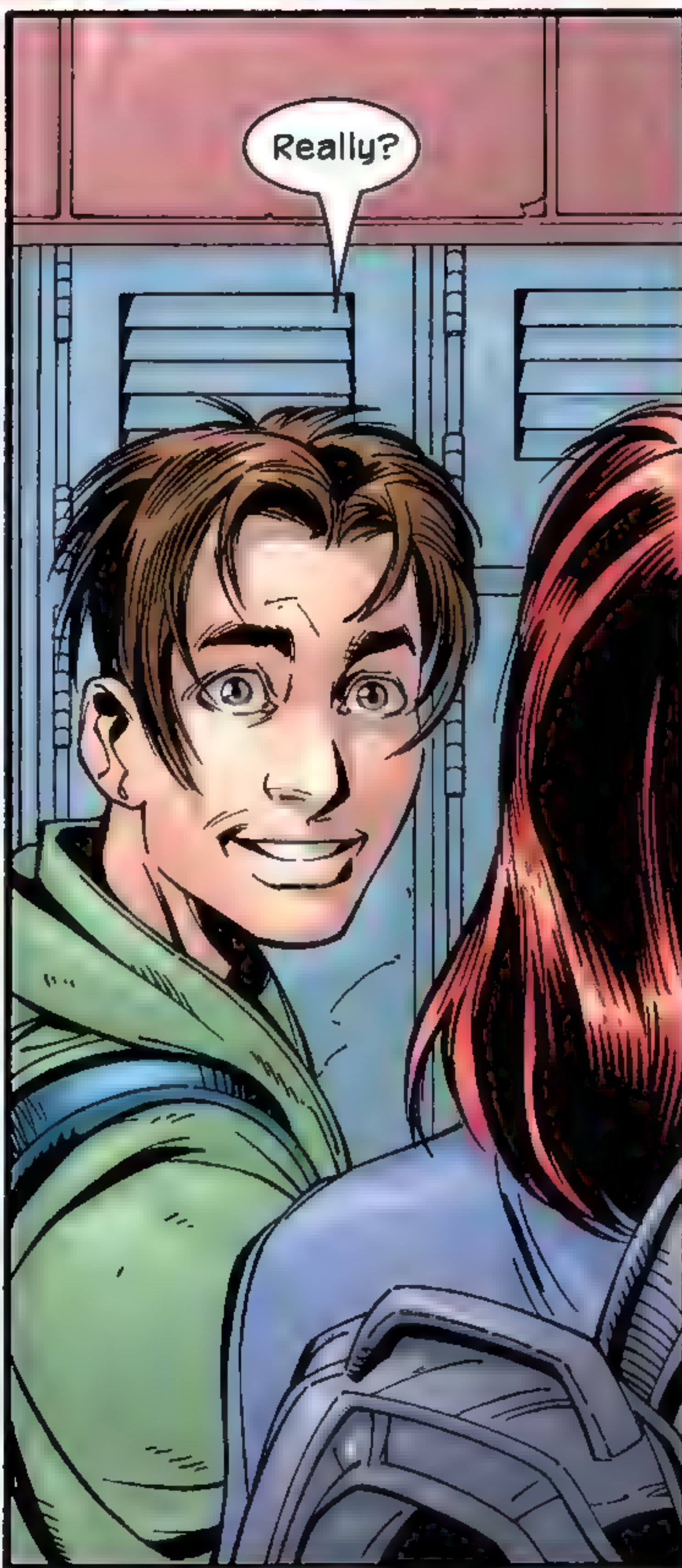
Watching you fight that guy with the arms.

I know-- keep it down.

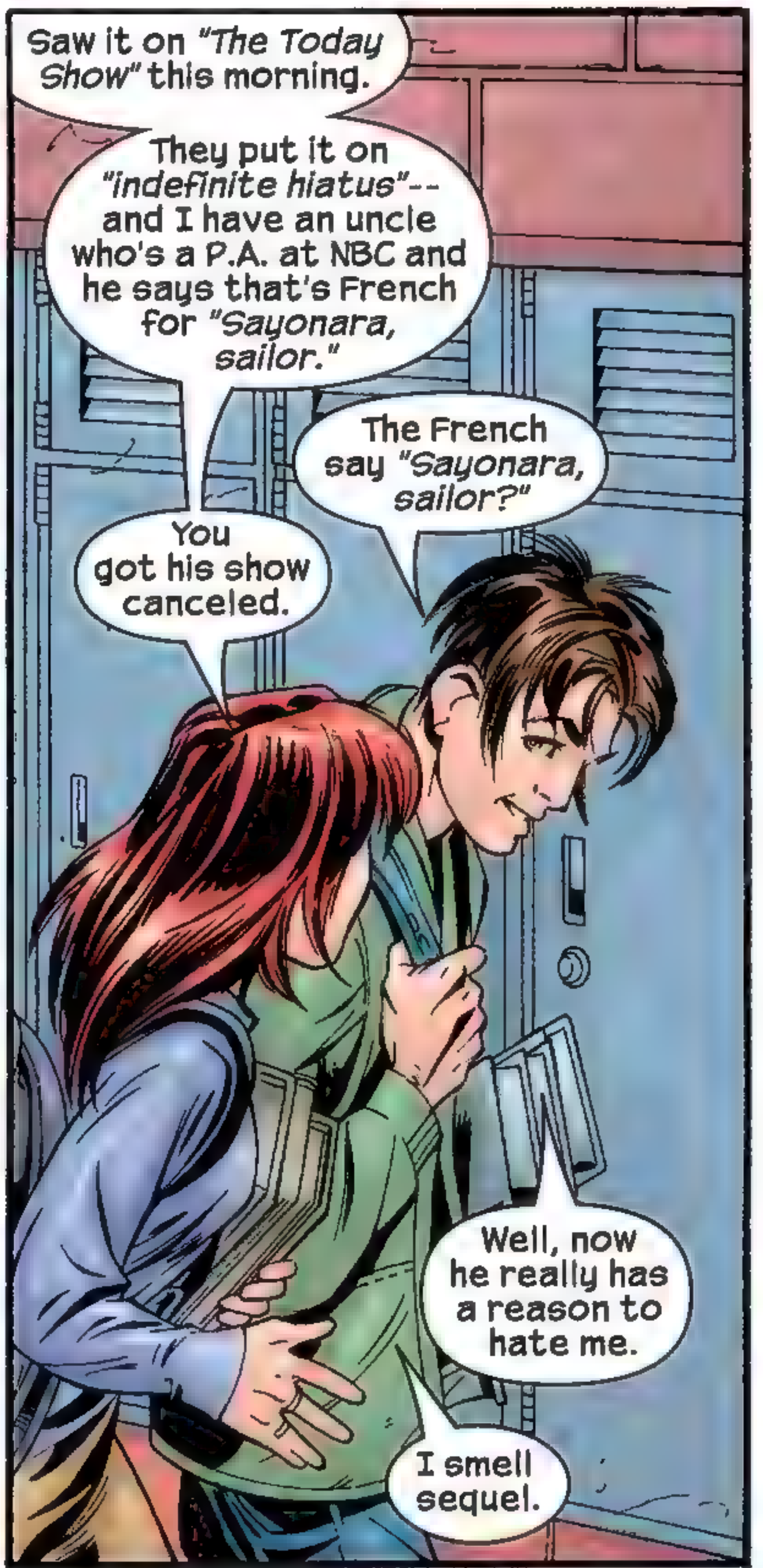
Did you hear what happened to that Kraven the Hunter?

No, what?

They canceled his TV show.



Really?



Saw it on "The Today Show" this morning.

They put it on "indefinite hiatus"-- and I have an uncle who's a P.A. at NBC and he says that's French for "Sayonara, sailor."

The French say "Sayonara, sailor?"

You got his show canceled.

Well, now he really has a reason to hate me.

I smell sequel.



I- it was scary watching you like that.

Whisper.

But, I don't know, kinda exciting.

Yeah?

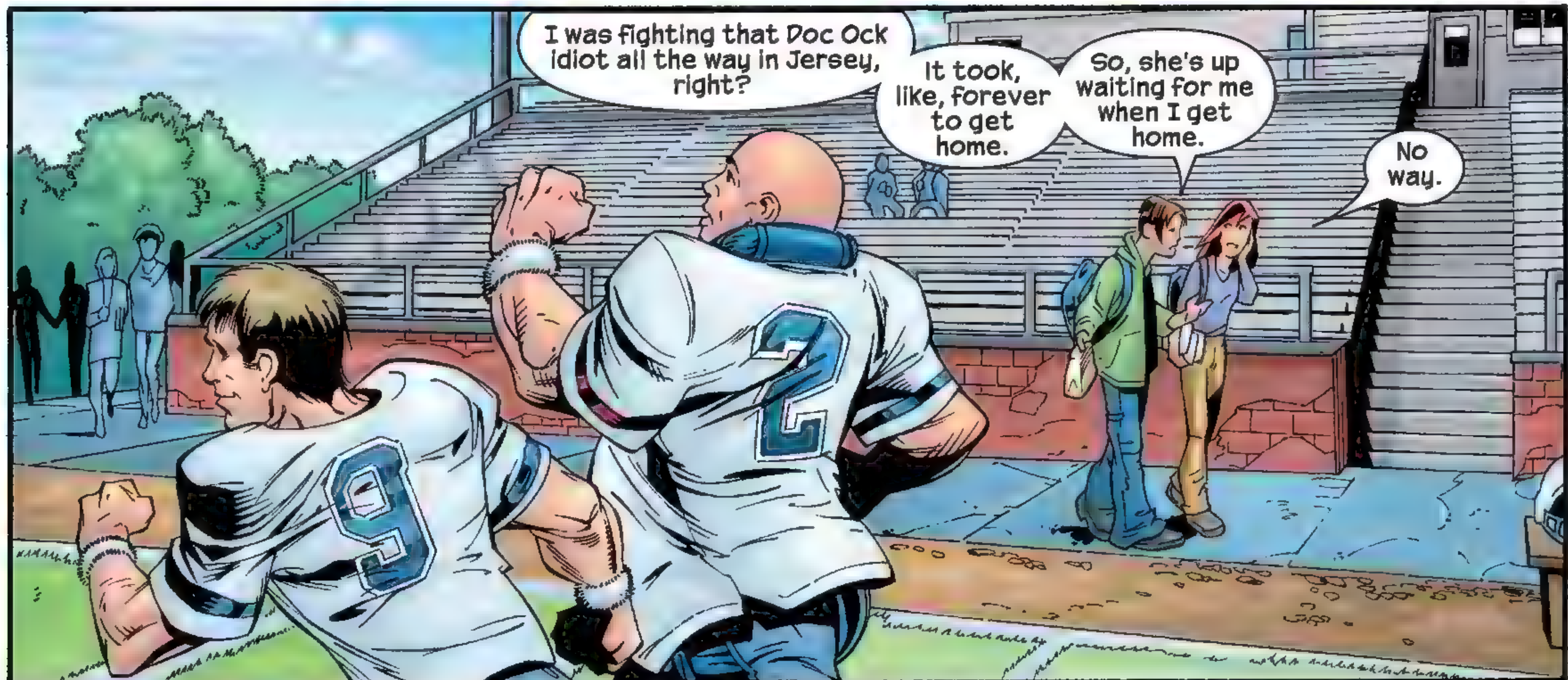
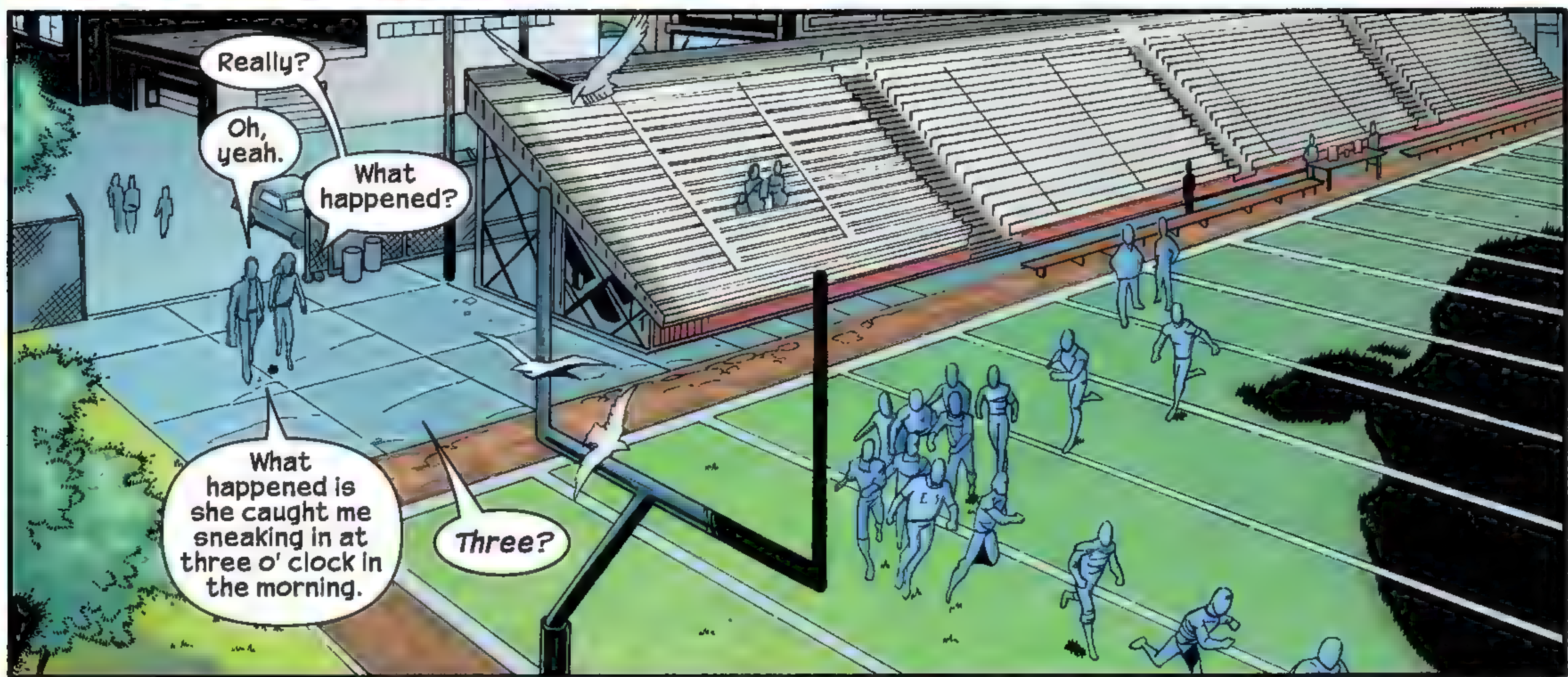
I never saw you like that before.

No one can hear us.

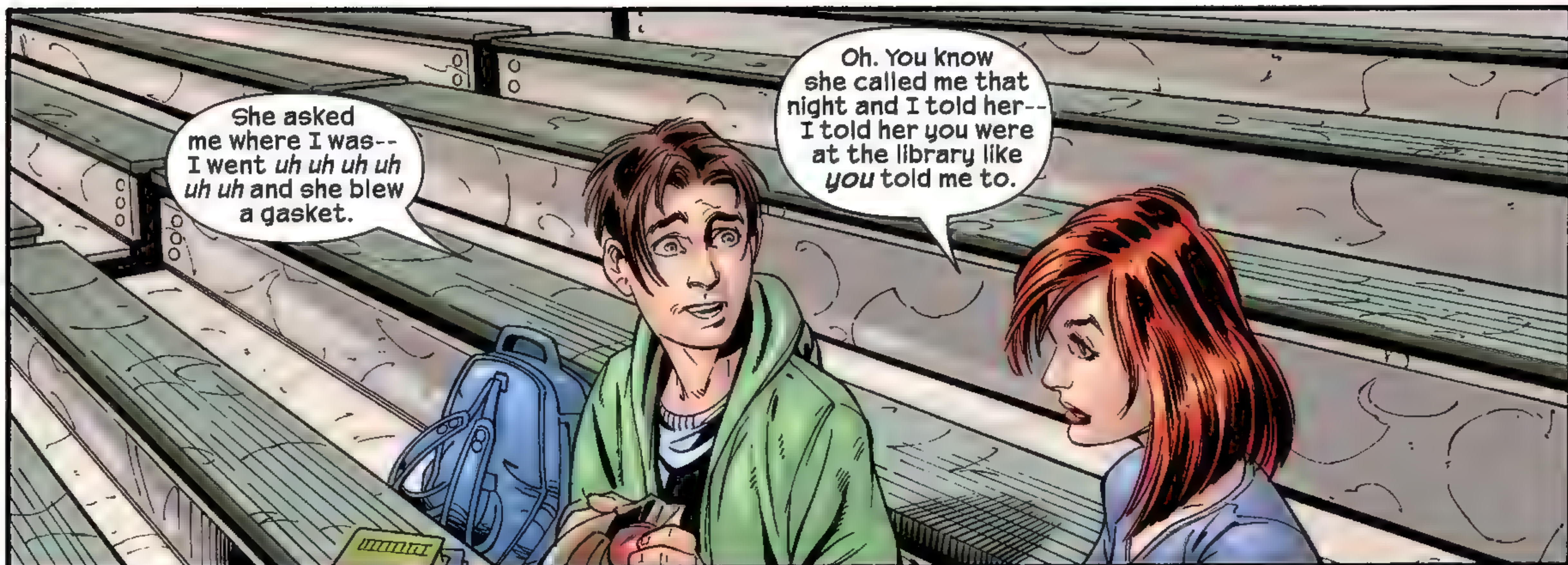
Sshhh...

CLUB PRESENTS FIDDLER ON THE ROOF !!!









She asked me where I was-- I went uh uh uh uh uh uh and she blew a gasket.

Oh. You know she called me that night and I told her-- I told her you were at the library like you told me to.



And I blew it and told her I was at the Bugle.

Oh, man...

Not your fault.

So what happened?

I'm grounded.

No.



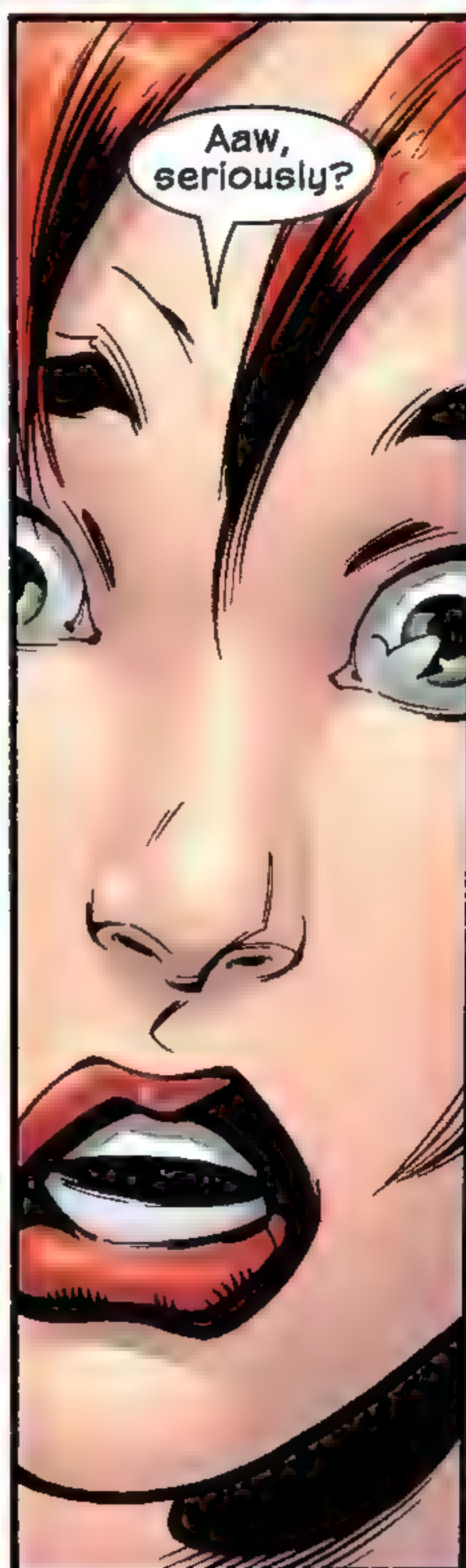
Oh, yes.

For how long?

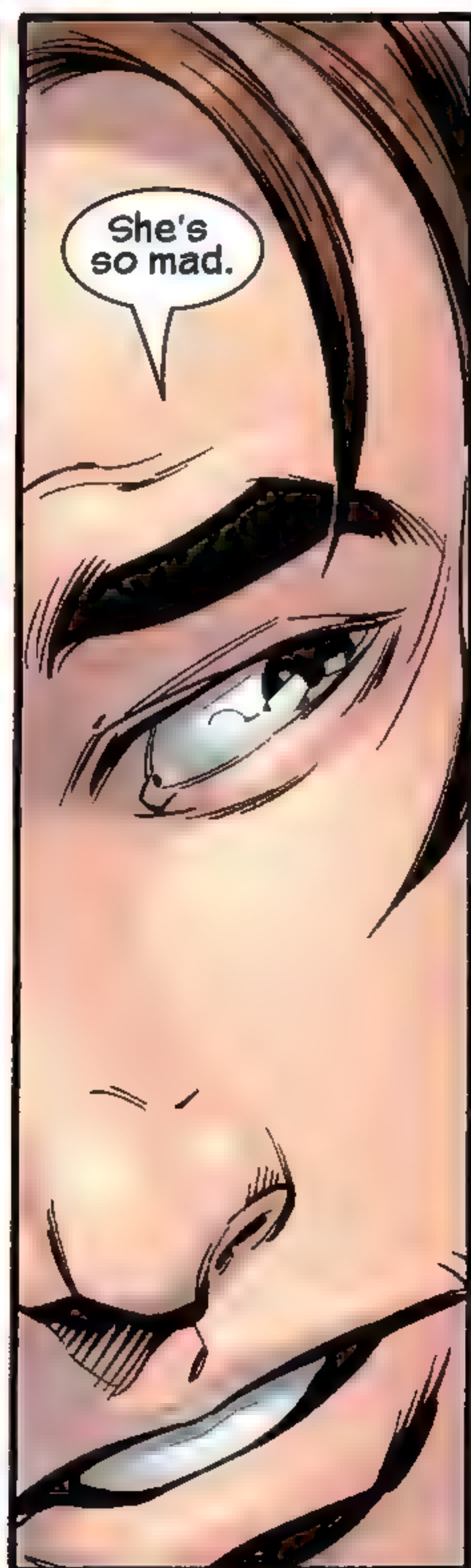
What time is it now?

1:30.

Oh, good, then I'm only grounded for ninety-nine more years.



Aaw, seriously?



She's so mad.



Really.

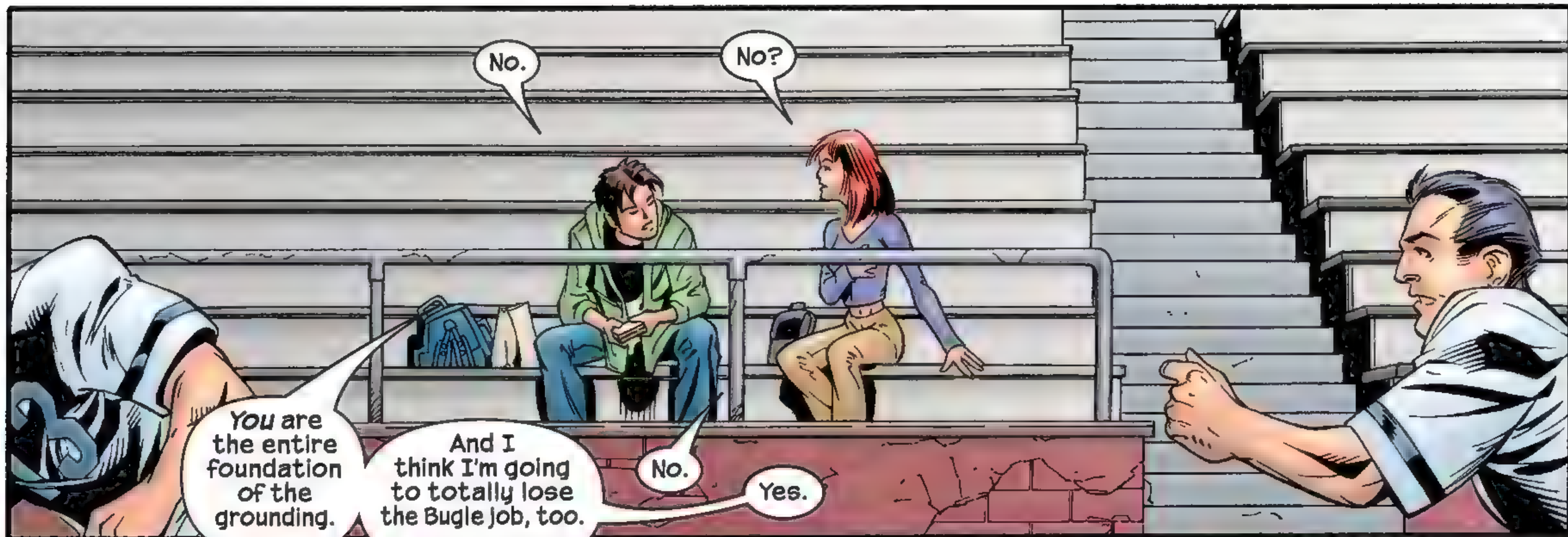


Like I have never seen.



Can I come over then? We'll just hang out at your place.





No.

No?

You are the entire foundation of the grounding.

And I think I'm going to totally lose the Bugle job, too.

No.

Yes.



In fact, I think I might have to hang up the webs for a while too.

I tried to get some swing time in at lunch, but you saw, I was late to school and I missed lunch and now I'm starving.

I guess I'm just going to have to lie low.

Wow.

I know.

Guess I'll just catch up on my reading and keep making boo boo kitty faces at Aunt May until she gives in.



This stinks. How long, really?

I don't know.

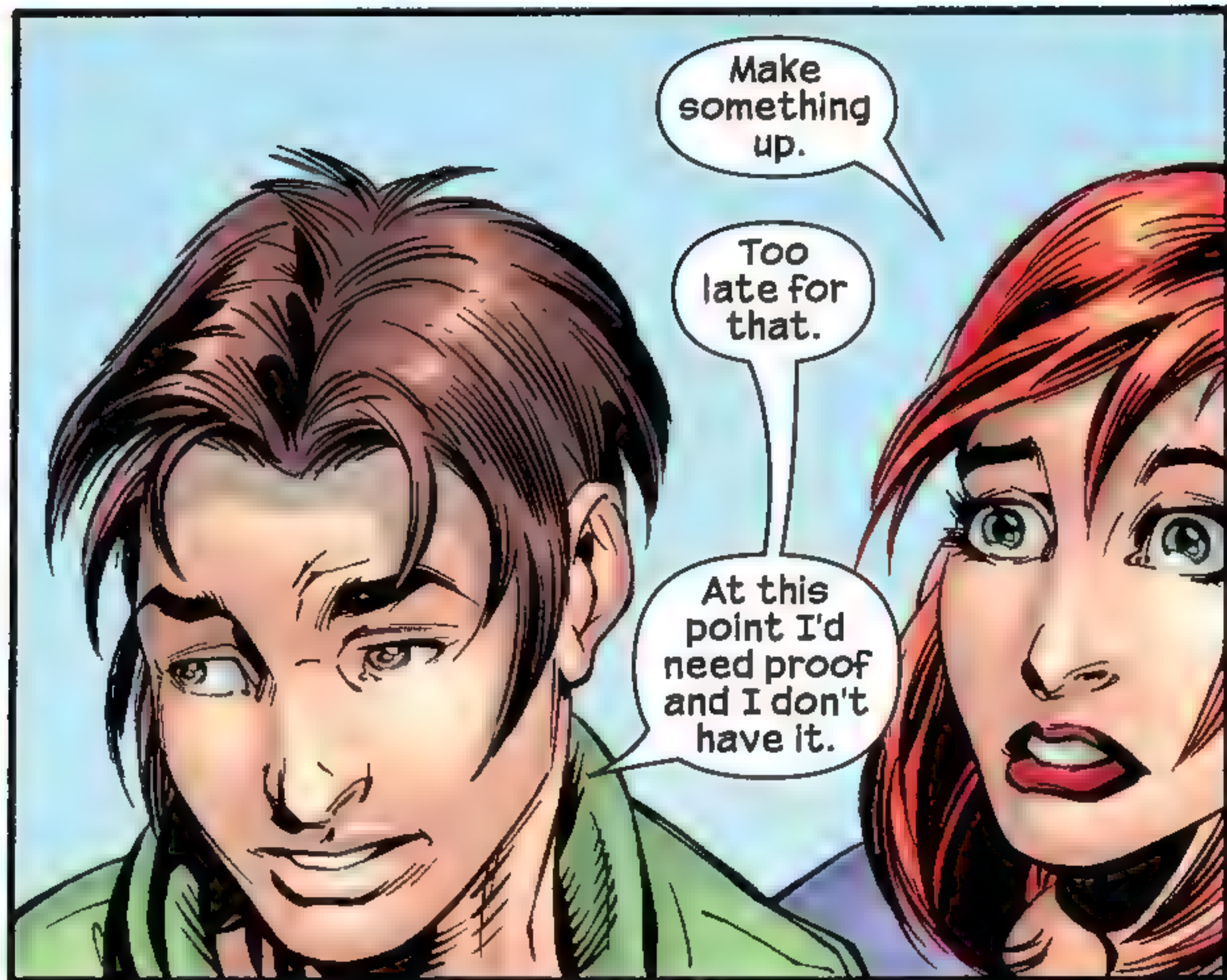
This stinks.

I haven't been grounded since I was seven years old.

It used to be-- Uncle Ben would calm her down for me--

--but with him not here, I don't know what I have to do.

She knows I lied and I can't tell her the truth.



Make something up.

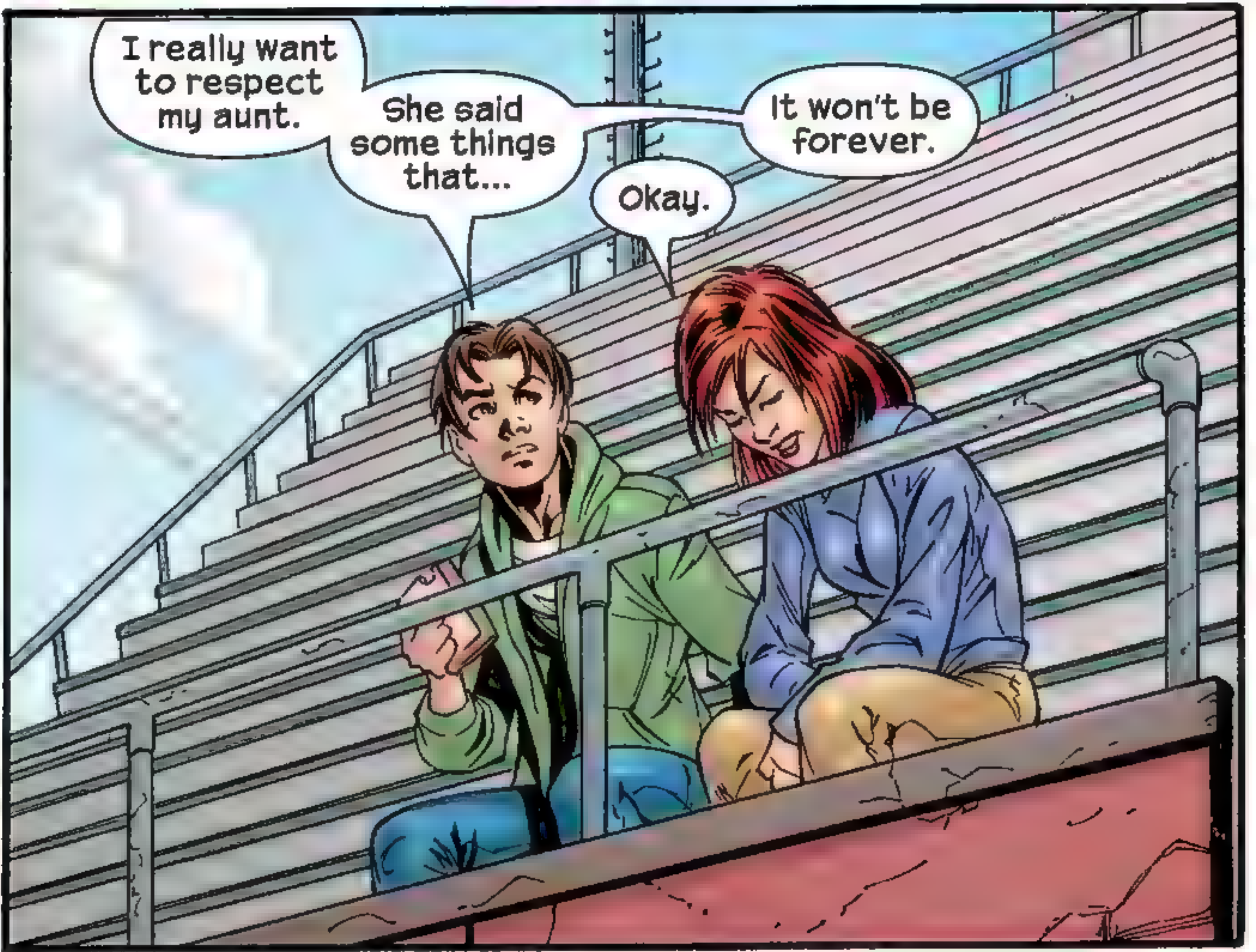
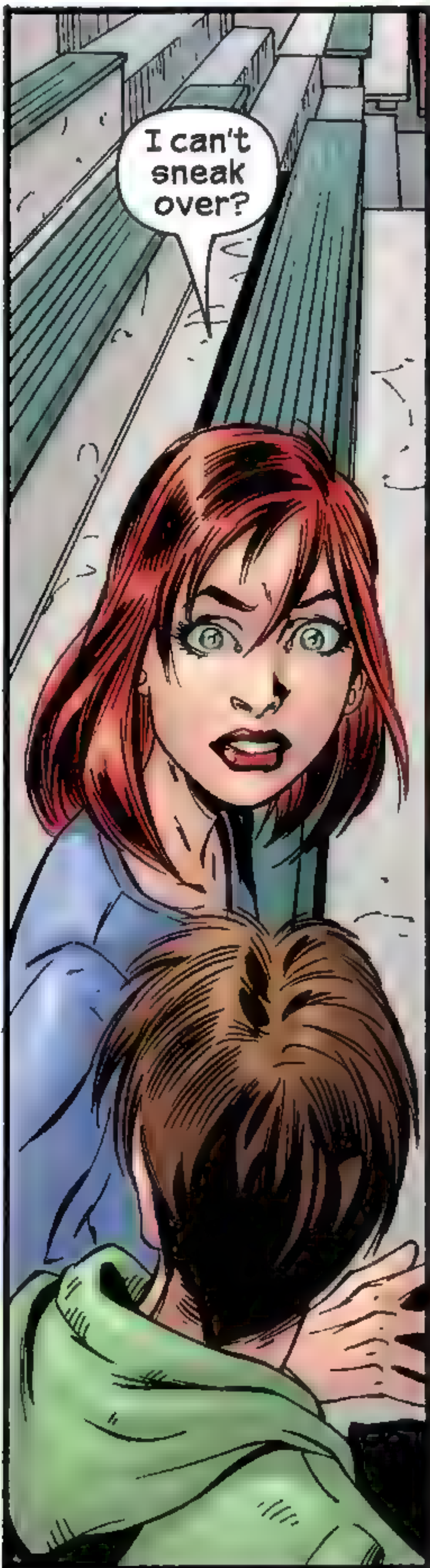
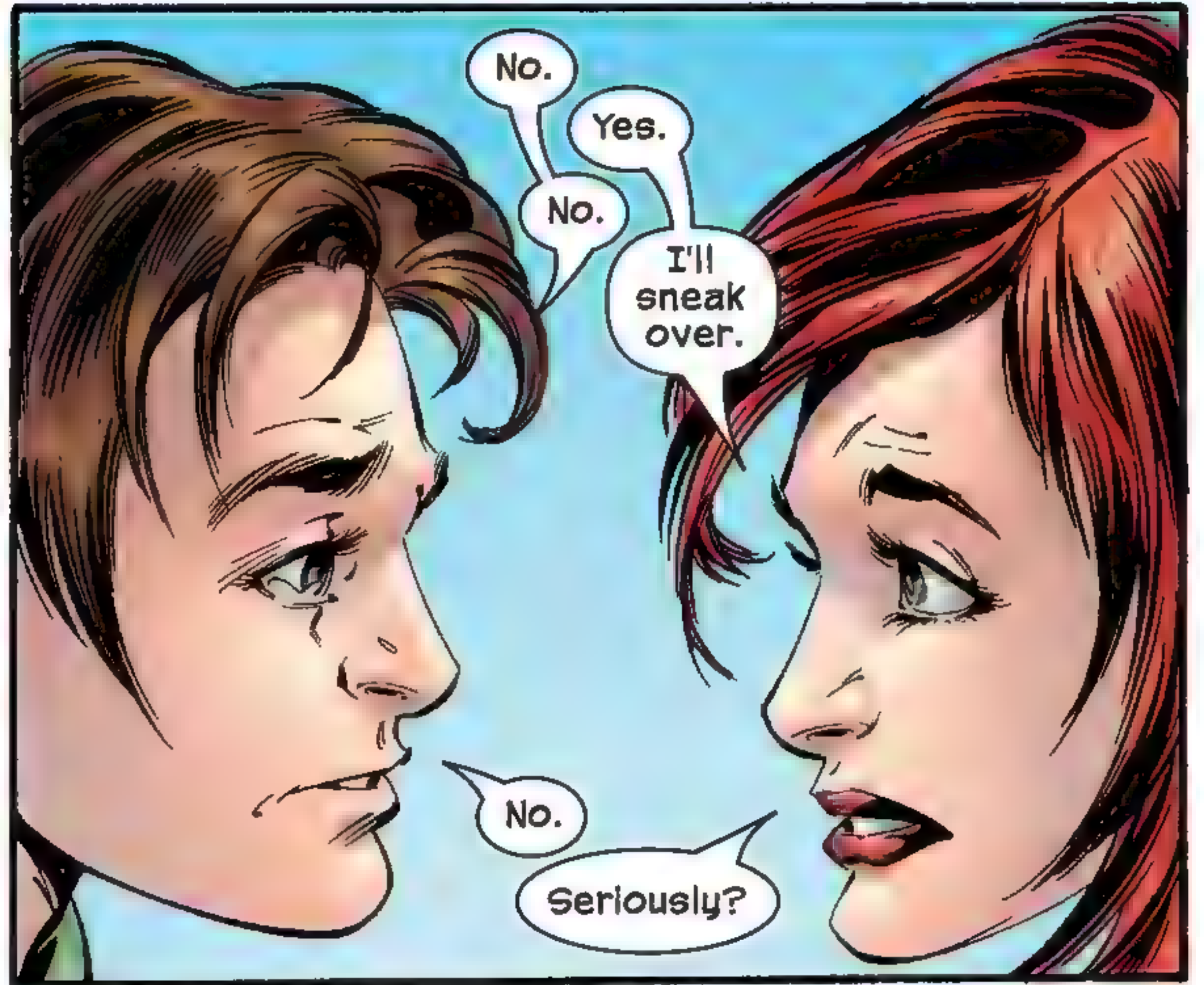
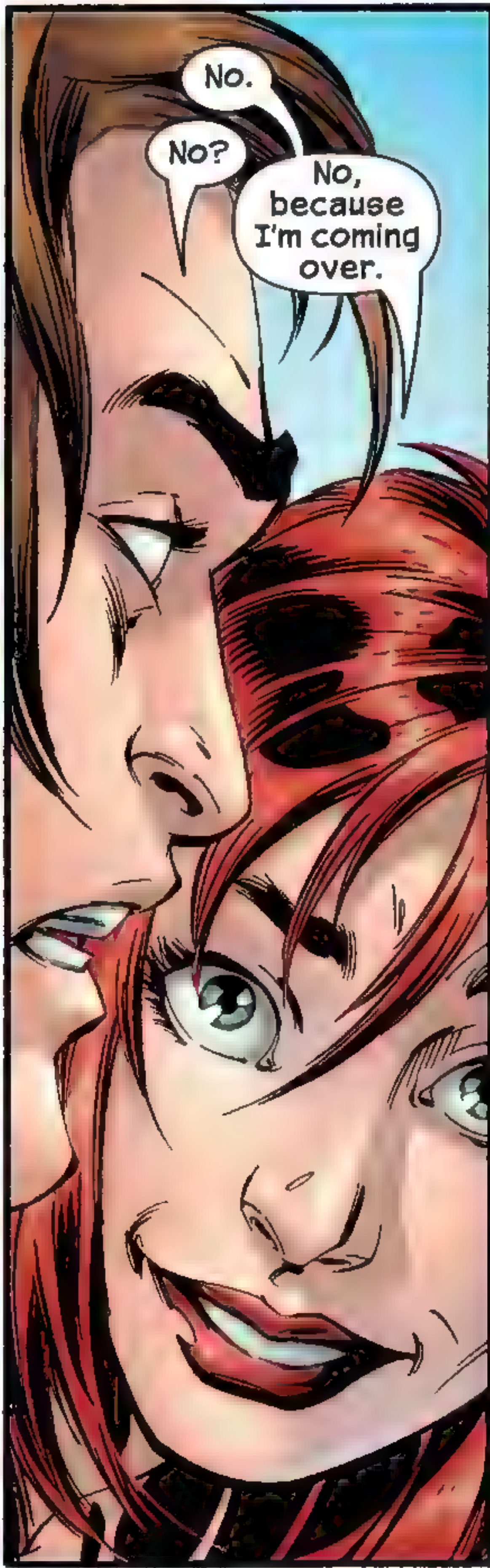
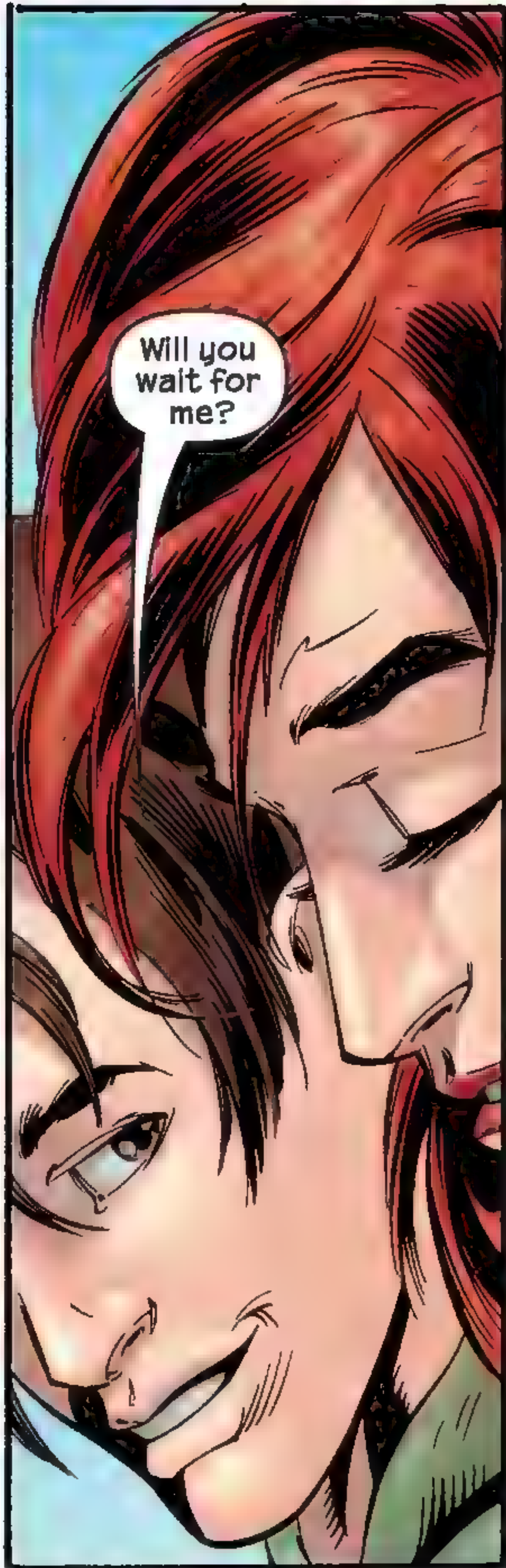
Too late for that.

At this point I'd need proof and I don't have it.

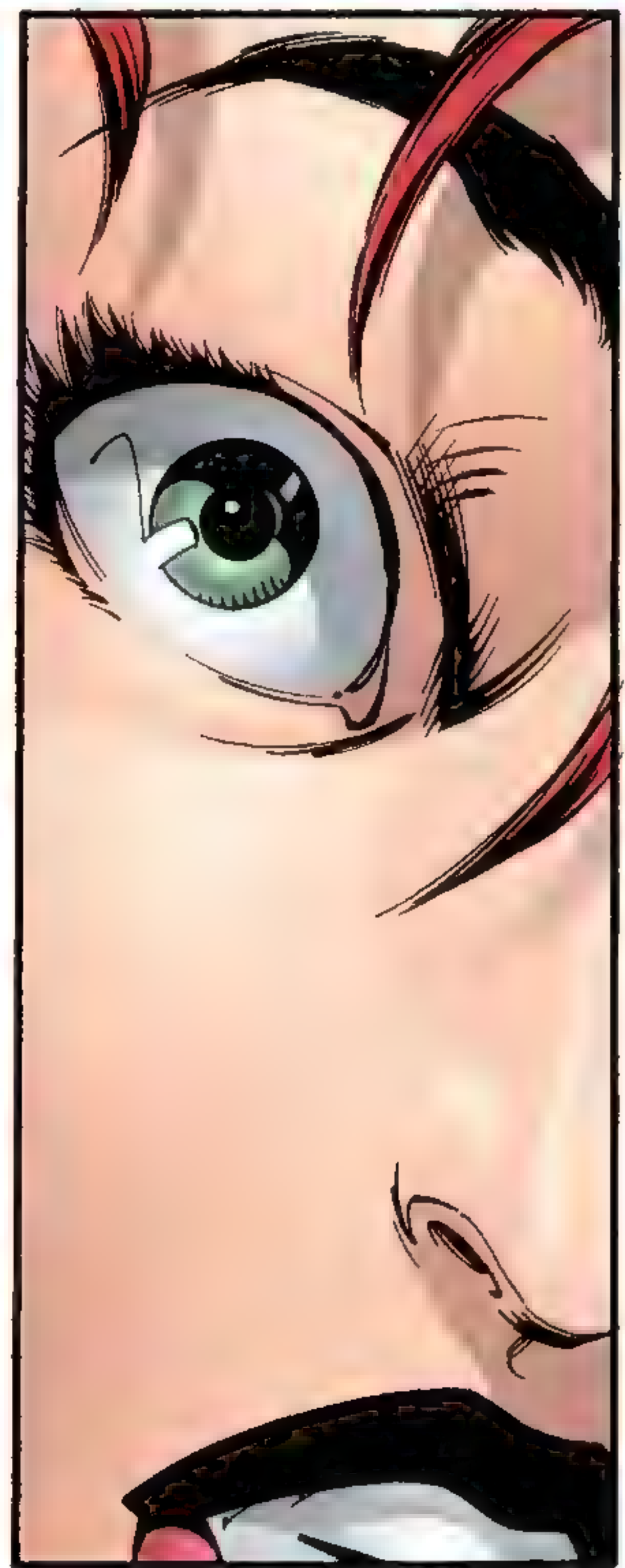
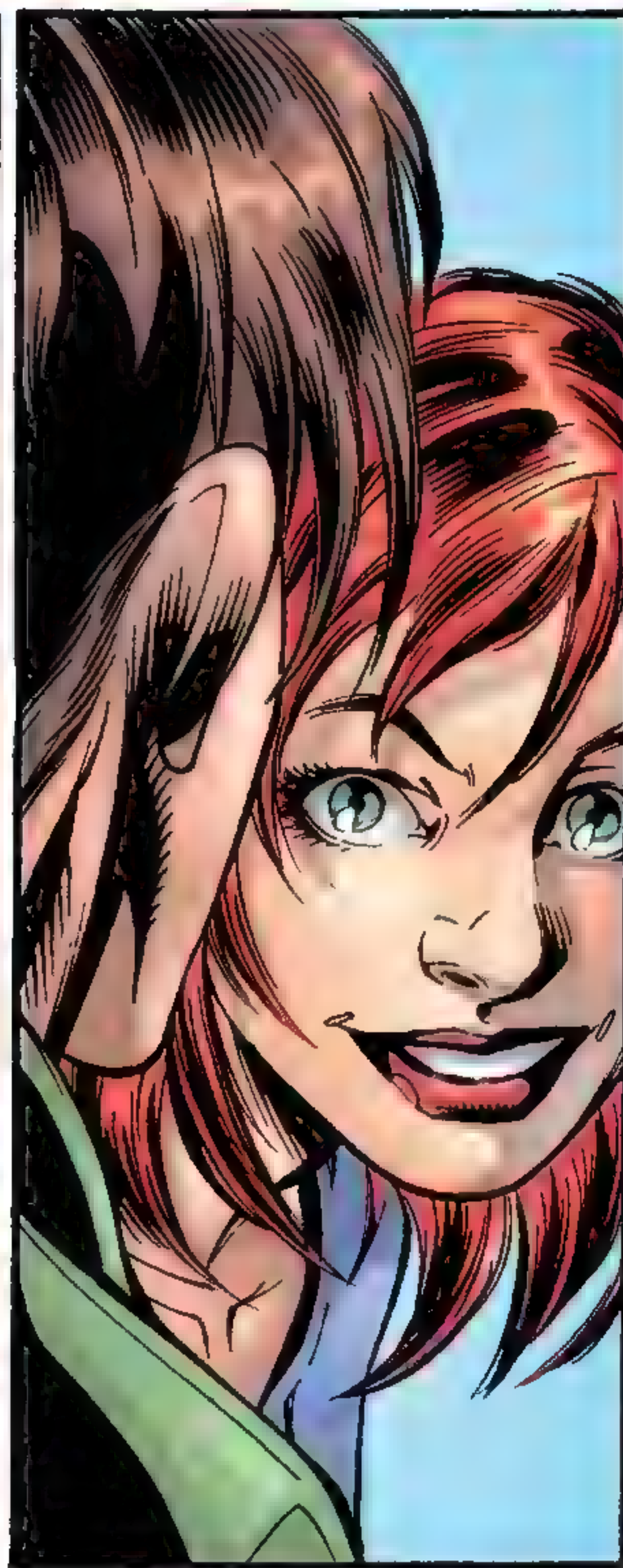
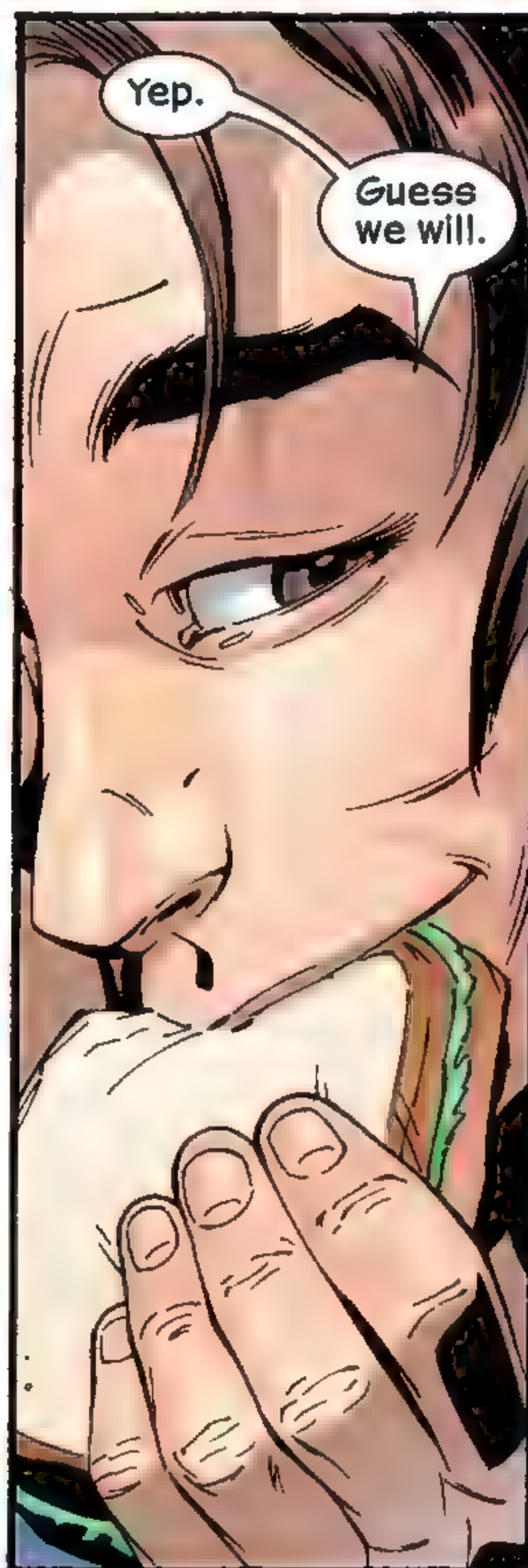
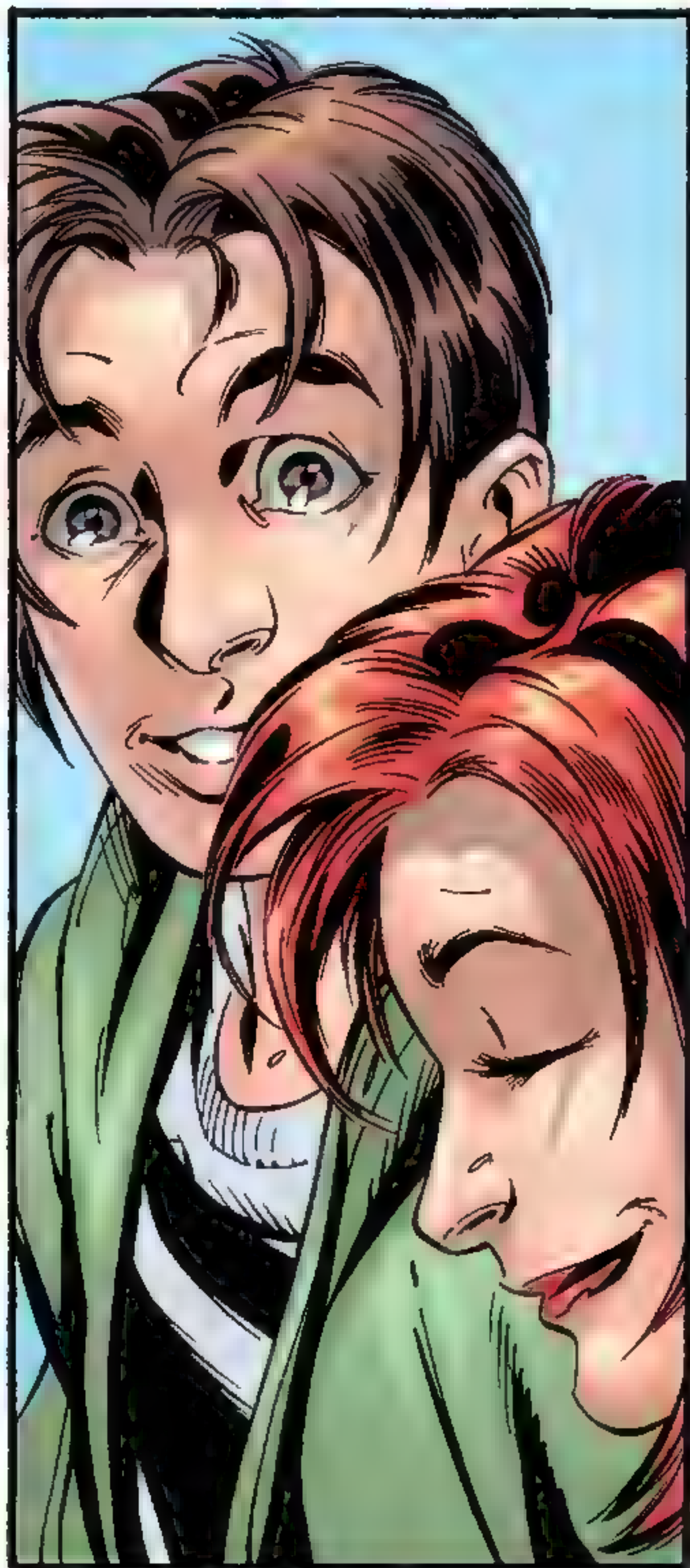


It's a freakin' mess.

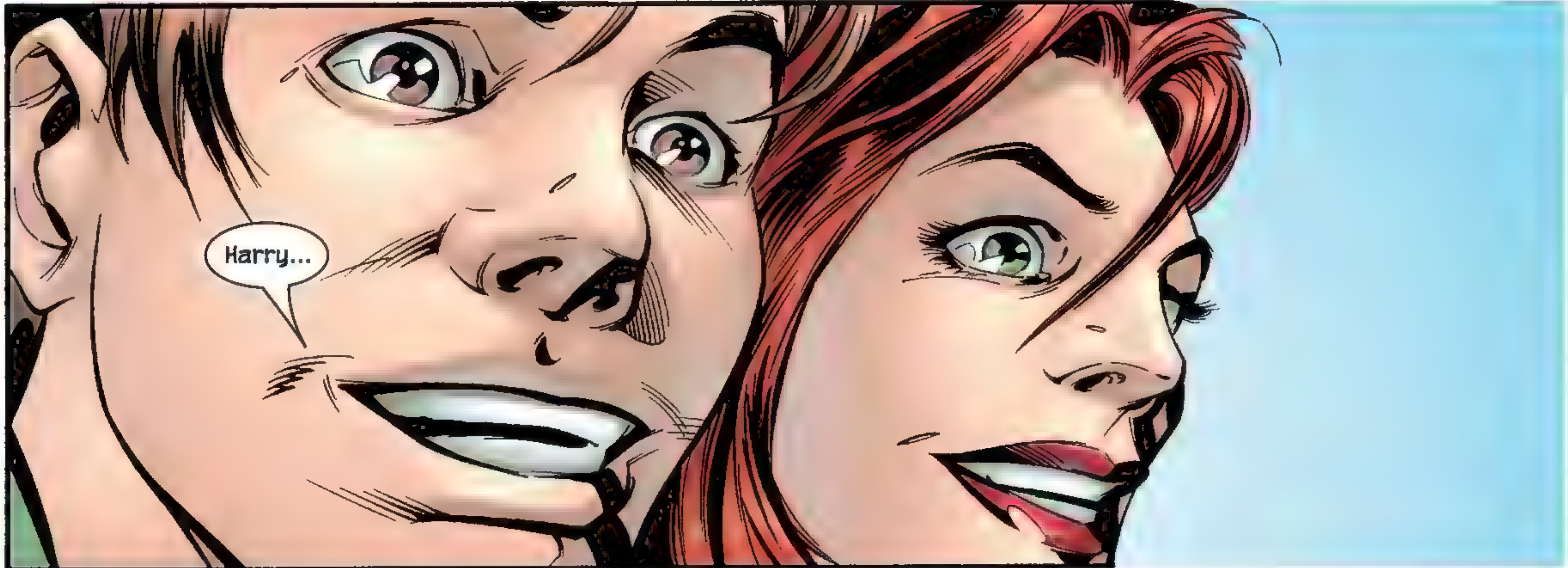
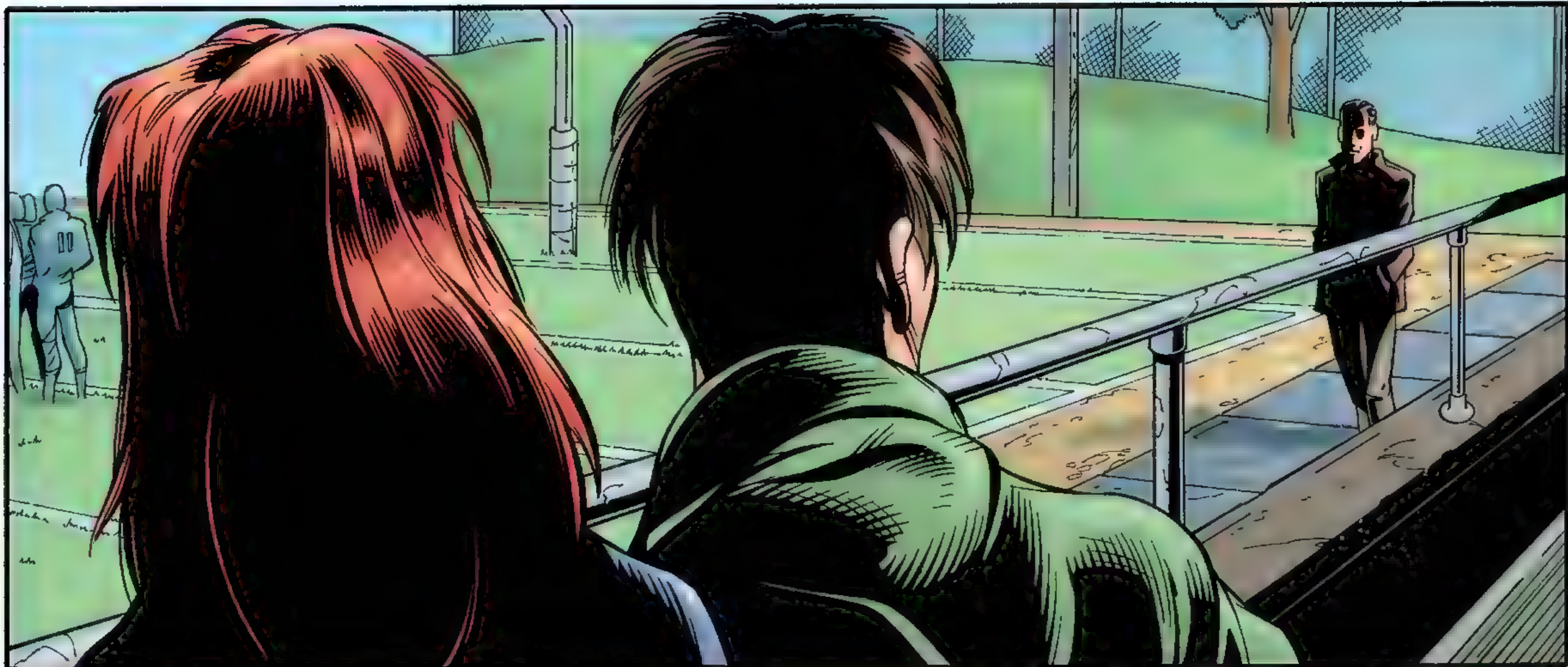
















I-I-I-  
can't believe  
it.

Harry  
Osborn?  
Oh, my God--  
Harry.

Surprise.



What are you  
doing here?

I go  
to school  
here.

But--

I-- listen--  
it's a long story.  
But I went through  
a rough patch--

Some  
stuff I didn't  
understand,  
but I'm-- I'm  
really okay  
now.

(As  
you well  
know.)



You're back  
at school?

I am  
back.

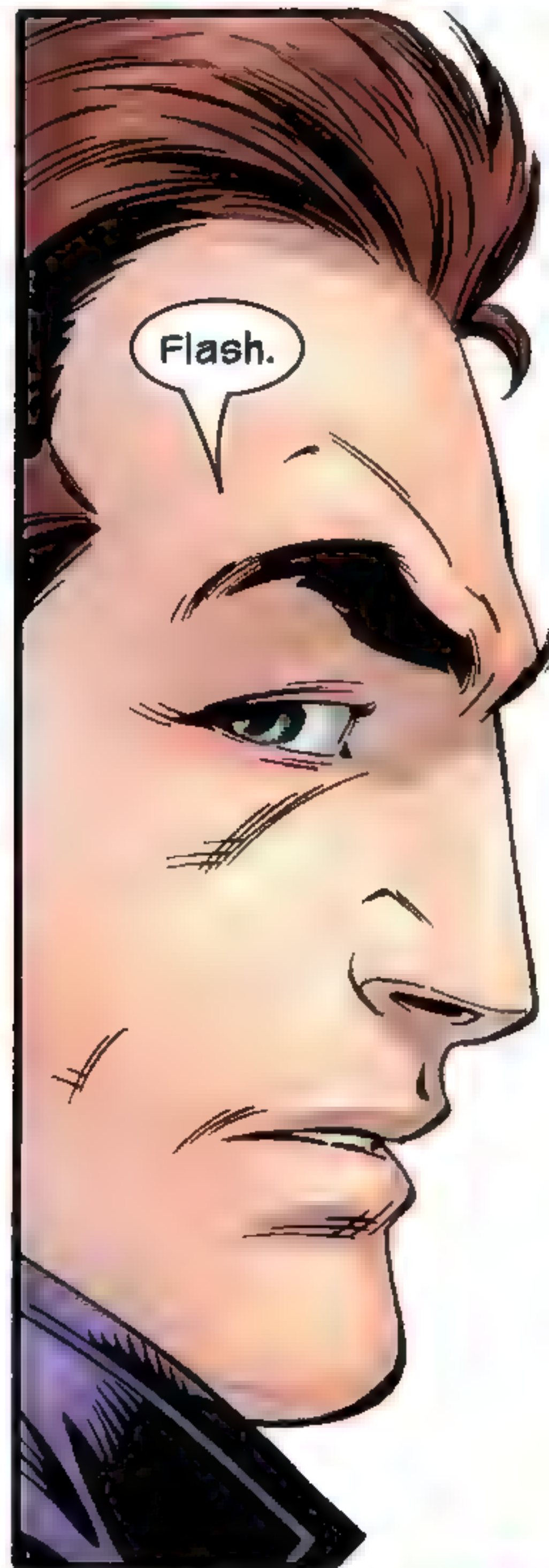
Just like  
that?

No.

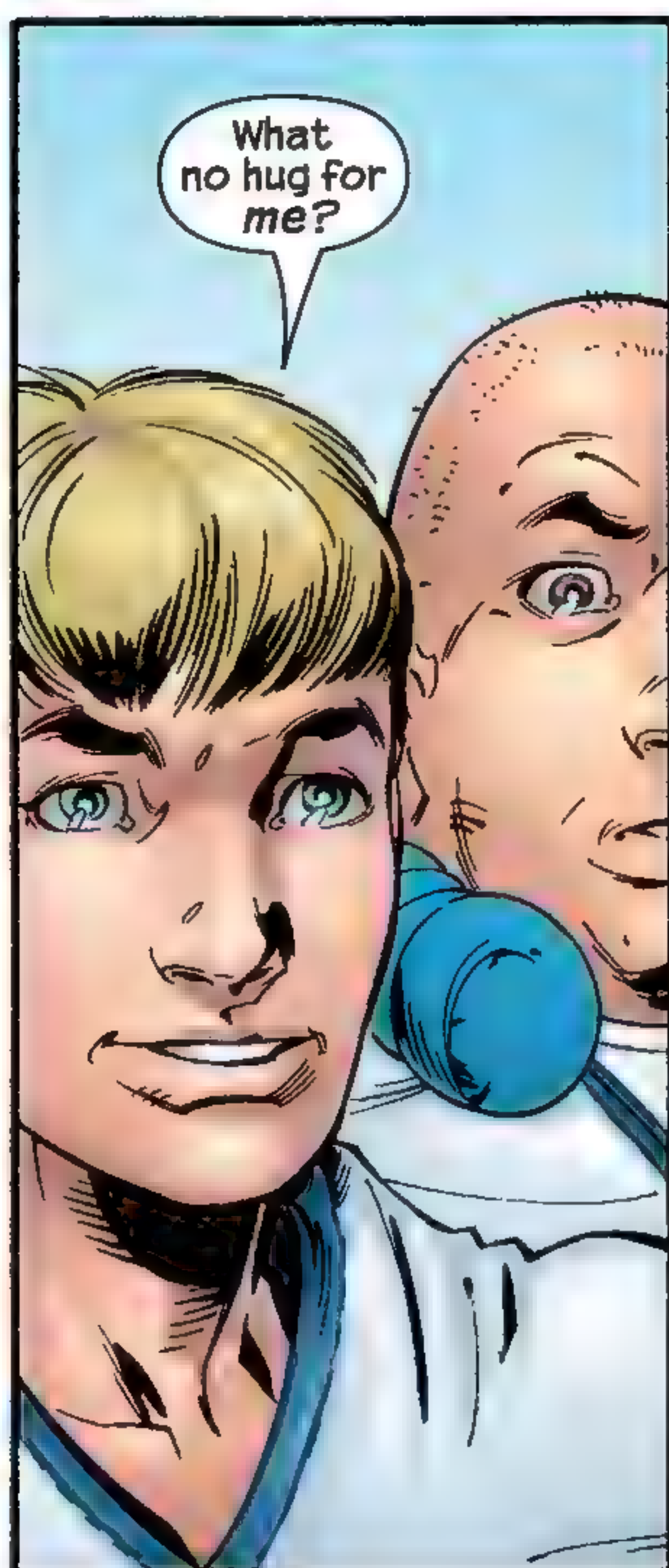
But I'm  
here.



Well, lookie lookie.  
Harry Osborn back  
from the dead.



Flash.



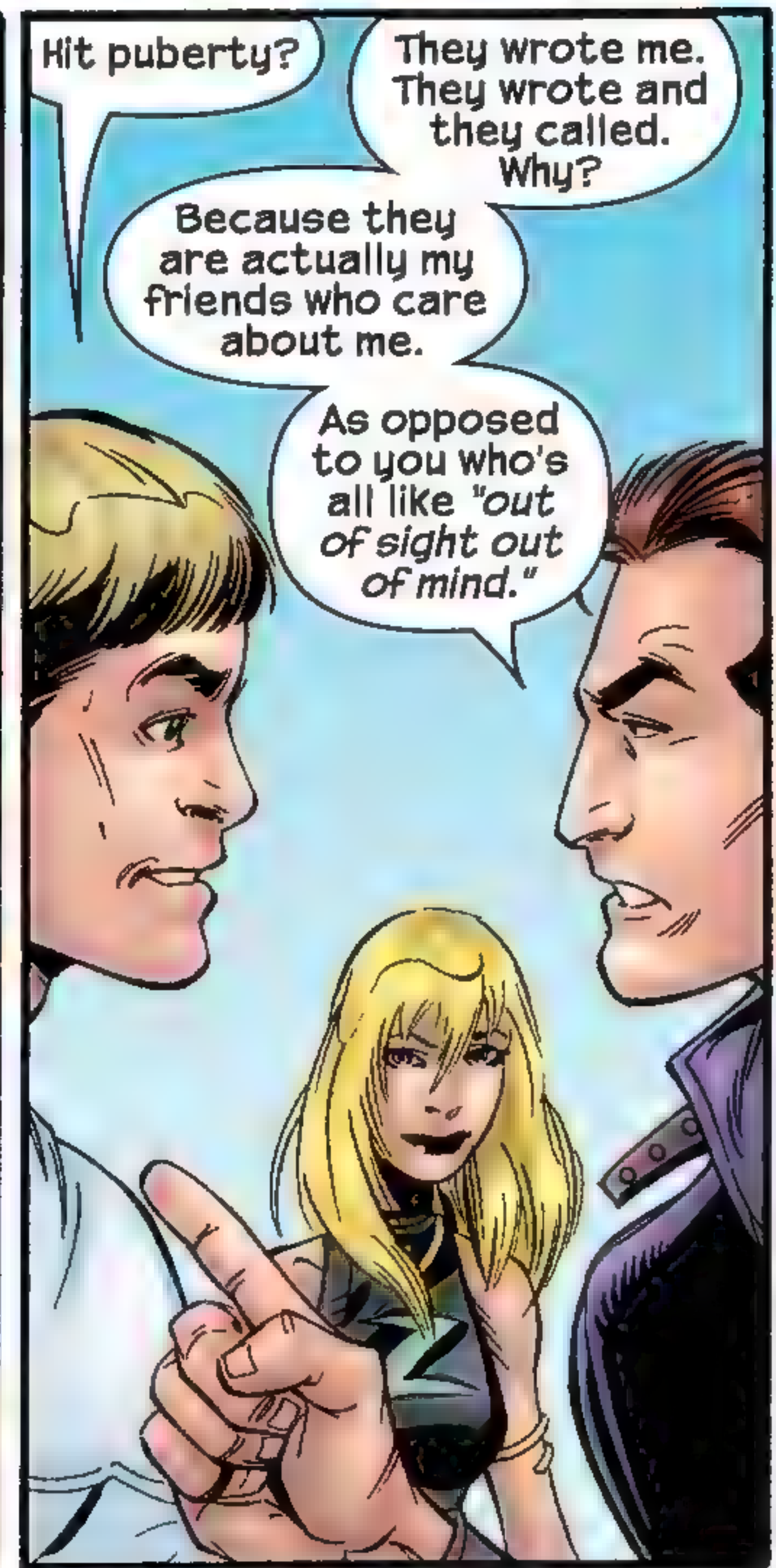
What  
no hug for  
me?



No. No  
hug for  
you.

See  
Peter and  
Mary here?  
See?

Guess  
what they did  
while I was away  
that you didn't?



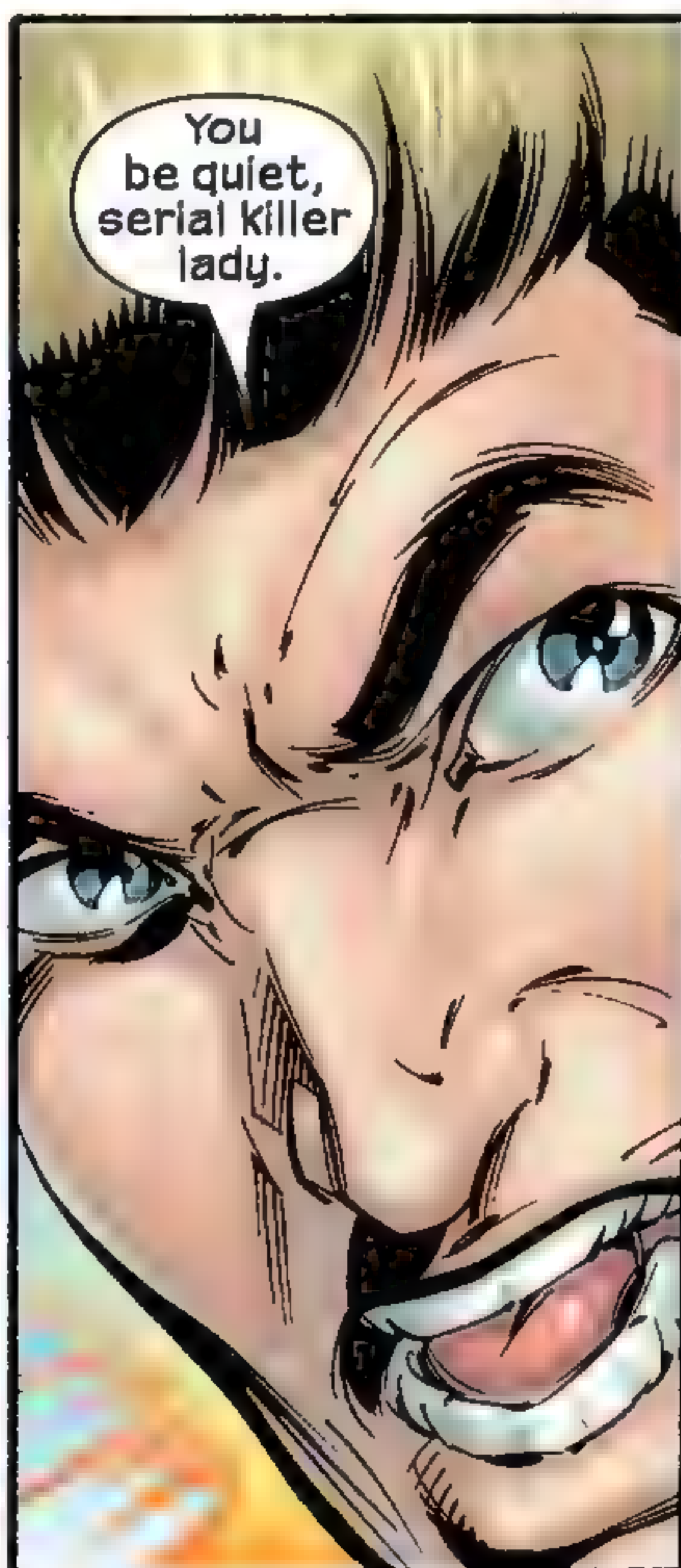
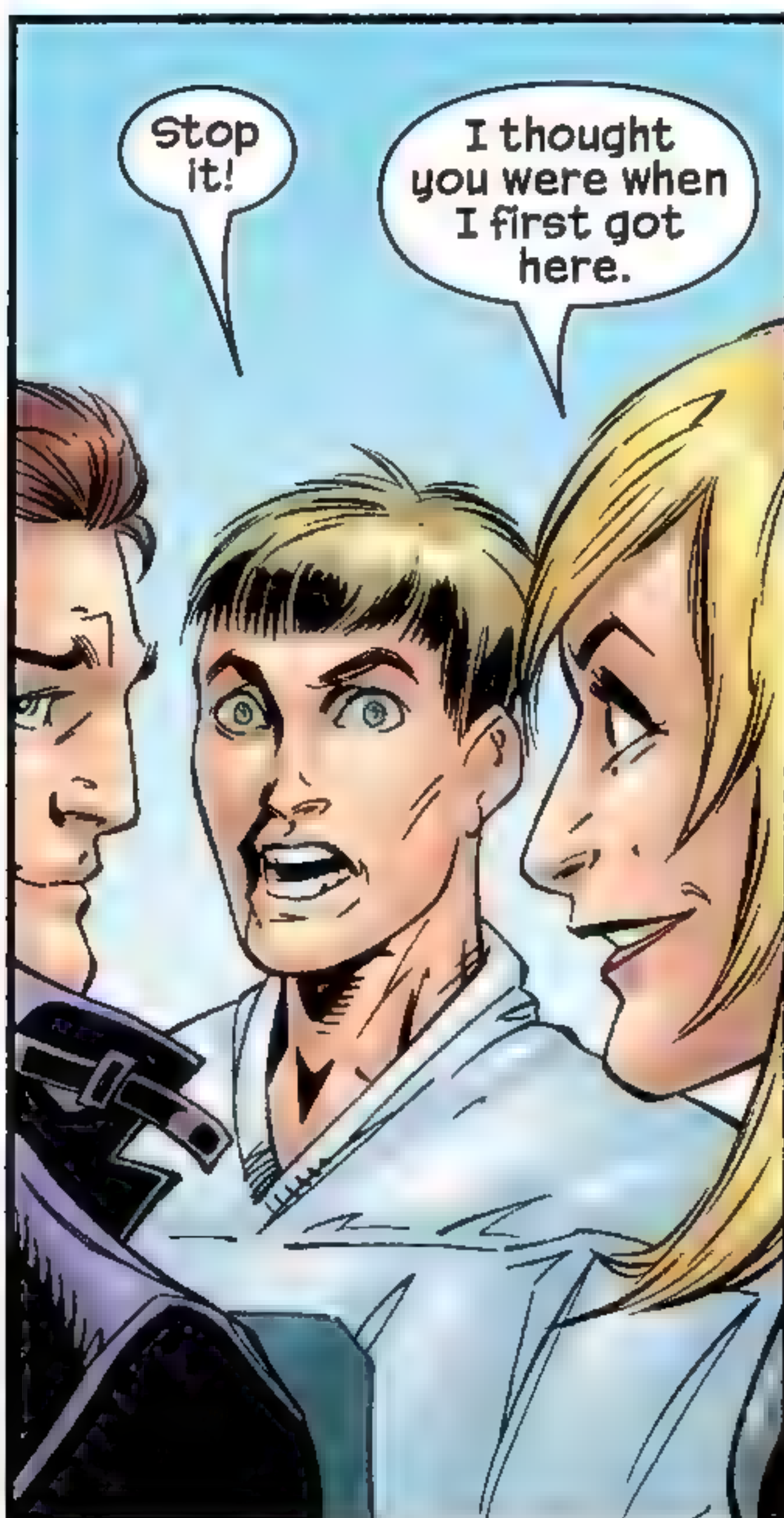
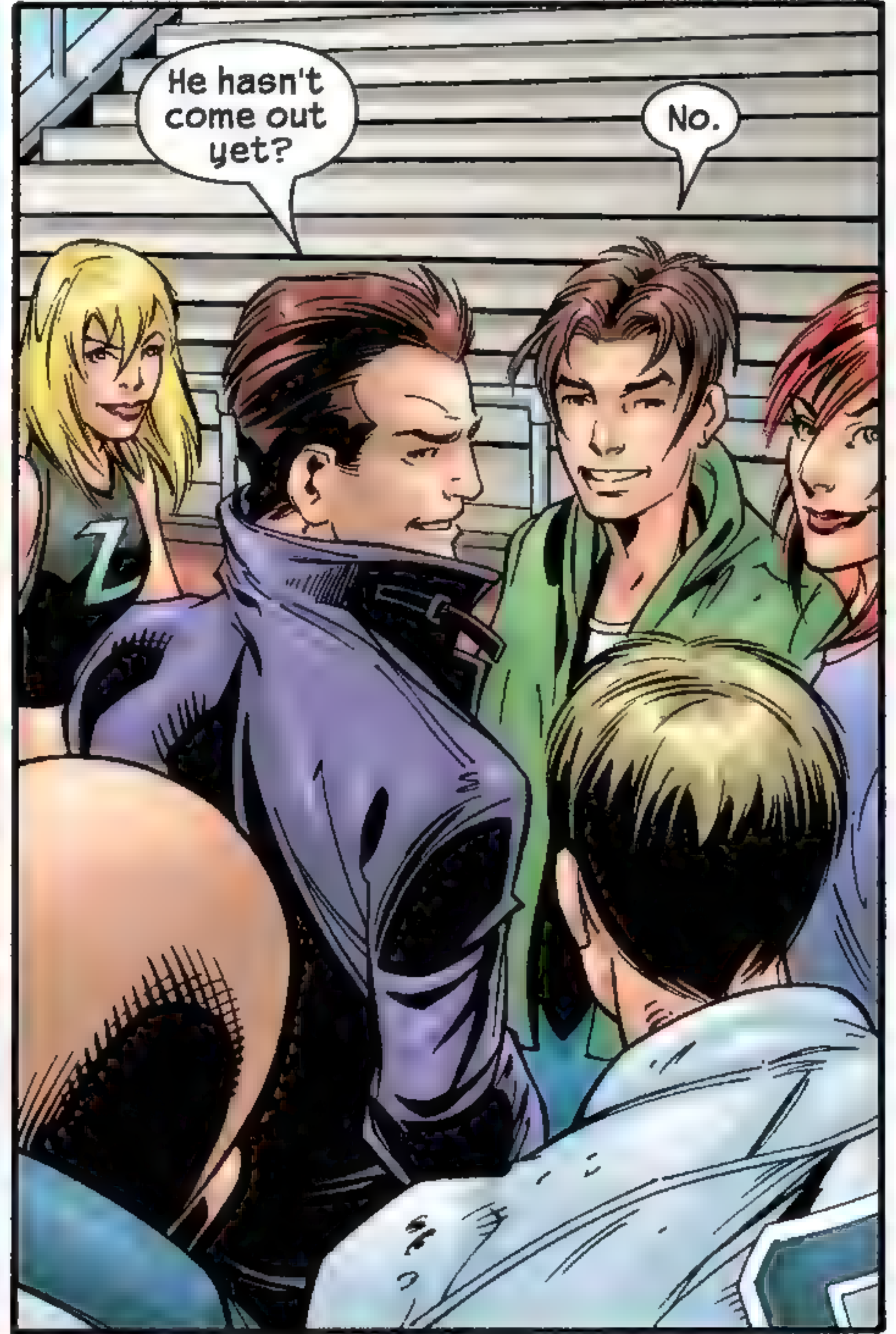
Hit puberty?

They wrote me.  
They wrote and  
they called.  
Why?

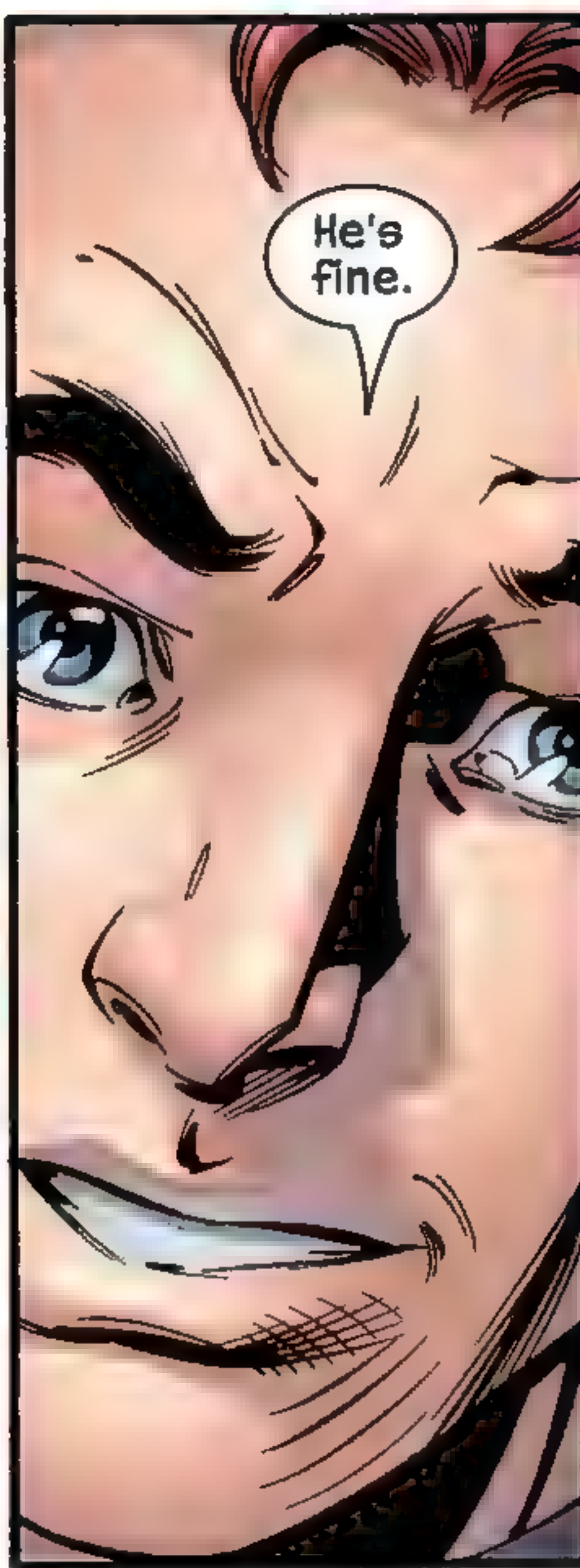
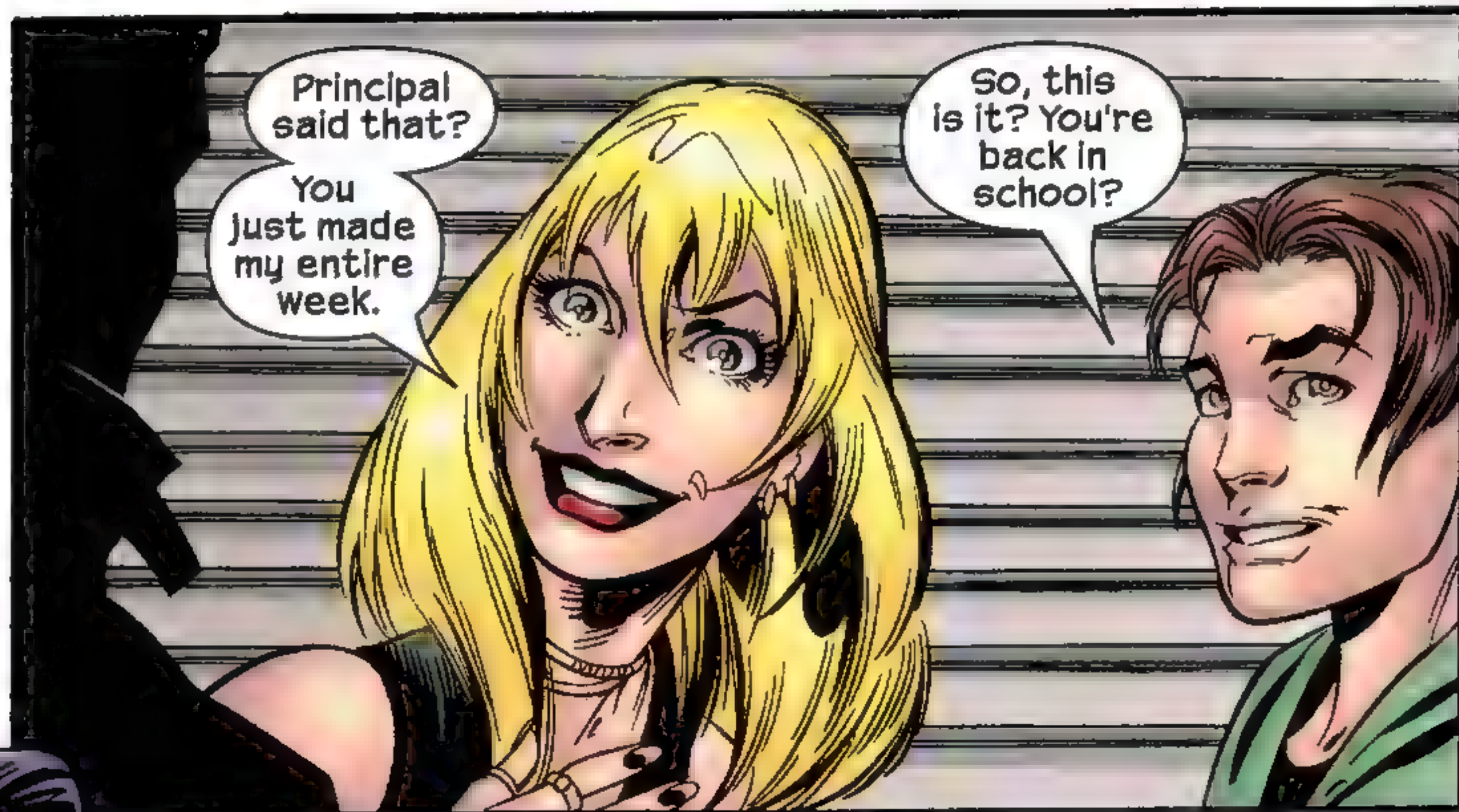
Because they  
are actually my  
friends who care  
about me.

As opposed  
to you who's  
all like "out  
of sight out  
of mind."

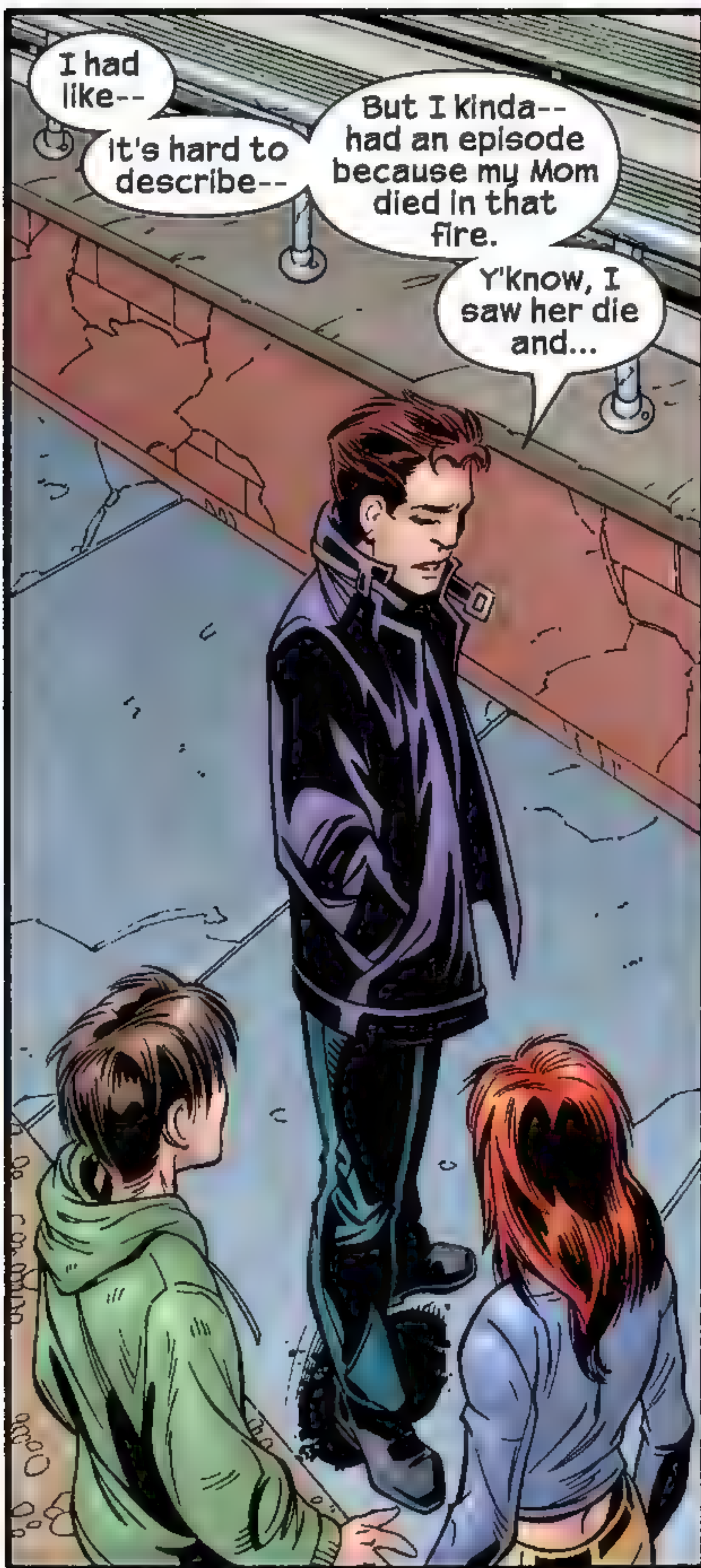












I had like--

it's hard to describe--

But I kinda-- had an episode because my Mom died in that fire.

Y'know, I saw her die and...



My brain-- I just wasn't processing it right and I--

Well, I freaked out.

I couldn't deal with my mom dying. I couldn't deal with the accident my dad was in. And my wires got kind of crossed for a bit.

But my Dad's fine, I'm fine.



But that thing that attacked our school-- you said it--

Yeah. well, I don't know *what* that was.

But it wasn't my Dad.

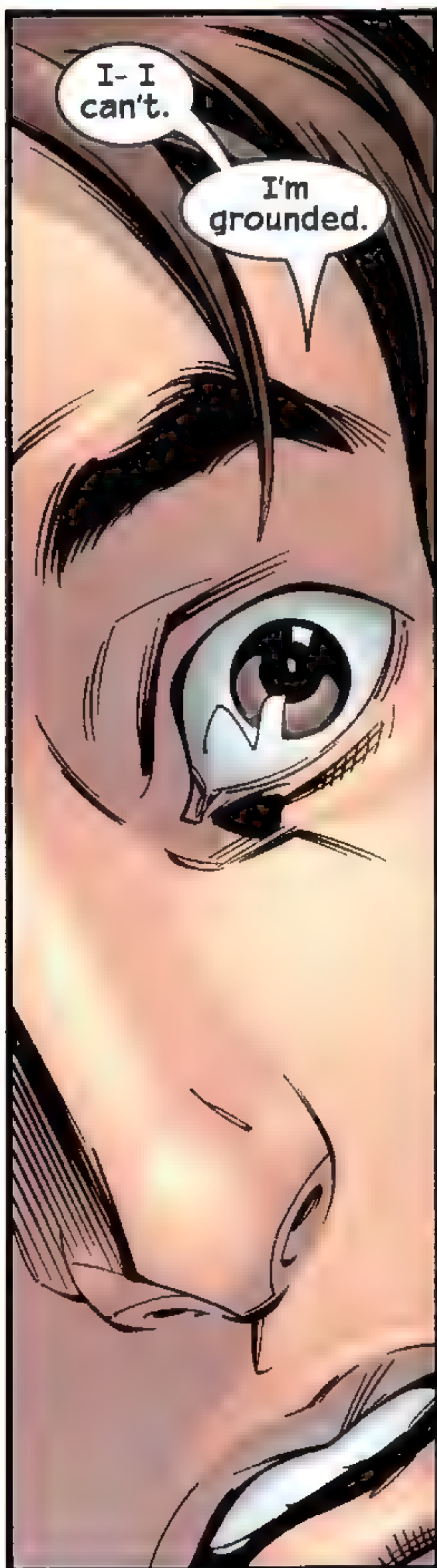
That was-- that was just an unrelated bit of crazy that I mixed in with all the crazy I was going through--

Listen, I have a whole new view of the world. No more drama. No more trying to be anything other than what I am.

And, plus, me and my Dad are super close now. It's really great.

And the first thing he asked me to do is get you over to the house for dinner.

Can you come into the city?



I- I can't.

I'm grounded.



Grounded? Since when do you get grounded?



I'm-- I'm grounded.



Okay. Well, hey.

I'll tell him some other time.





Aaagghh!!

I knew this would happen!

I knew it!



You don't just get powers like these--

Everything comes back to bite you.

Harry's Dad knows I'm Spider-Man. He knows!!

And I don't care what Harry thinks-- that goblin thing that trashed our school was his Dad.

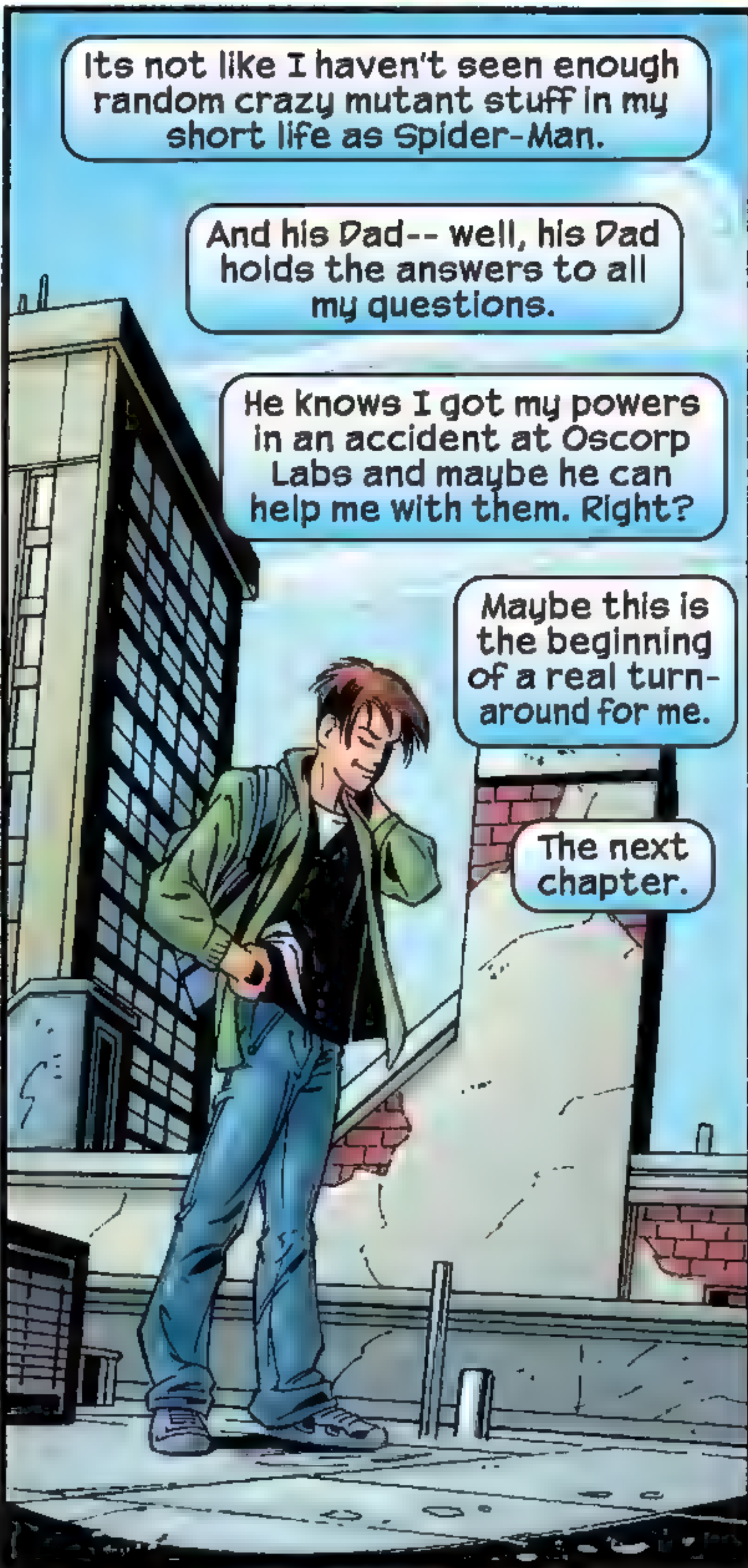
I saw his face! I looked into his eyes-- that was him! It had to be! He said my name.



No, wait. Don't be a paranoid freak for two seconds.

Look at it the other way, say Harry is right.

And that goblin thing had nothing to do with anything other than just some random mutant crazy.



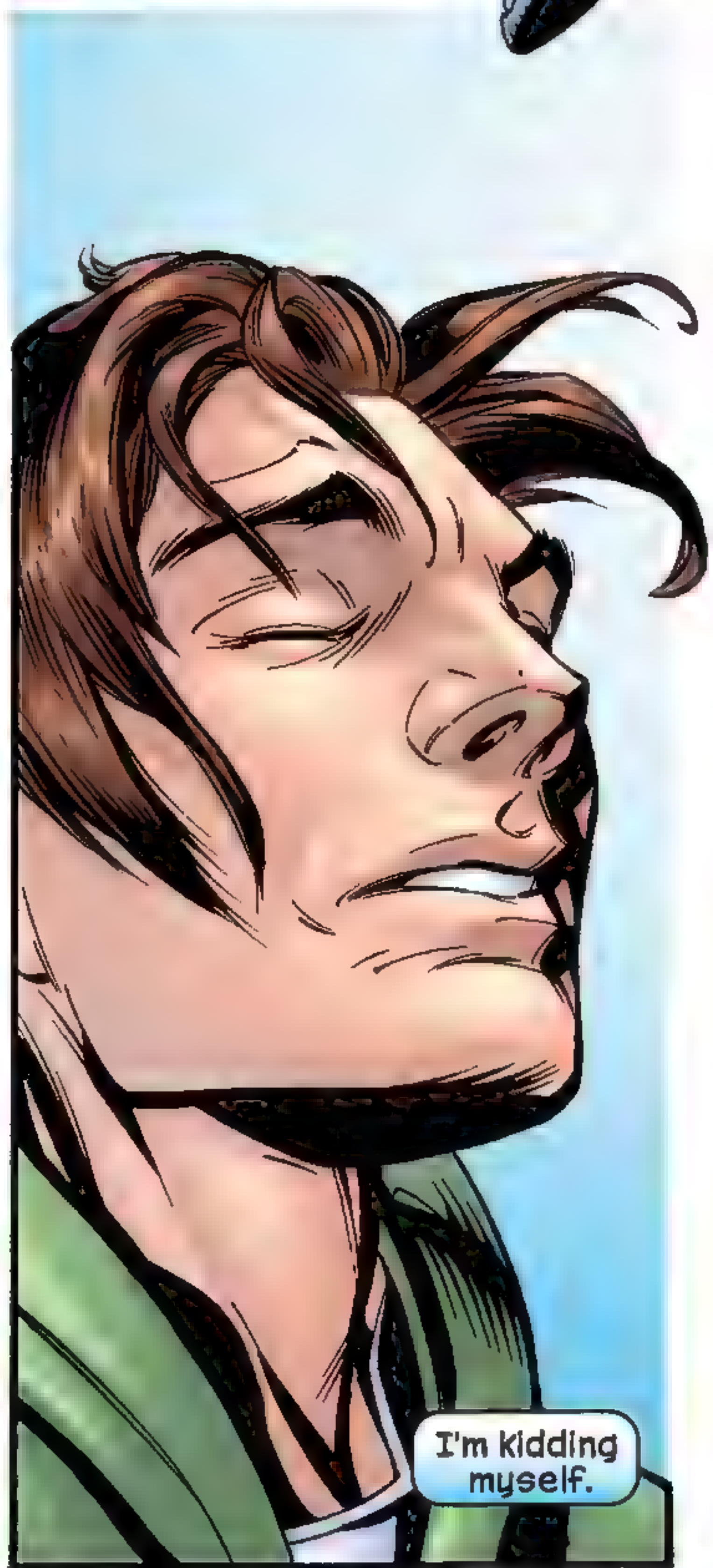
Its not like I haven't seen enough random crazy mutant stuff in my short life as Spider-Man.

And his Dad-- well, his Dad holds the answers to all my questions.

He knows I got my powers in an accident at Oscorp Labs and maybe he can help me with them. Right?

Maybe this is the beginning of a real turn-around for me.

The next chapter.



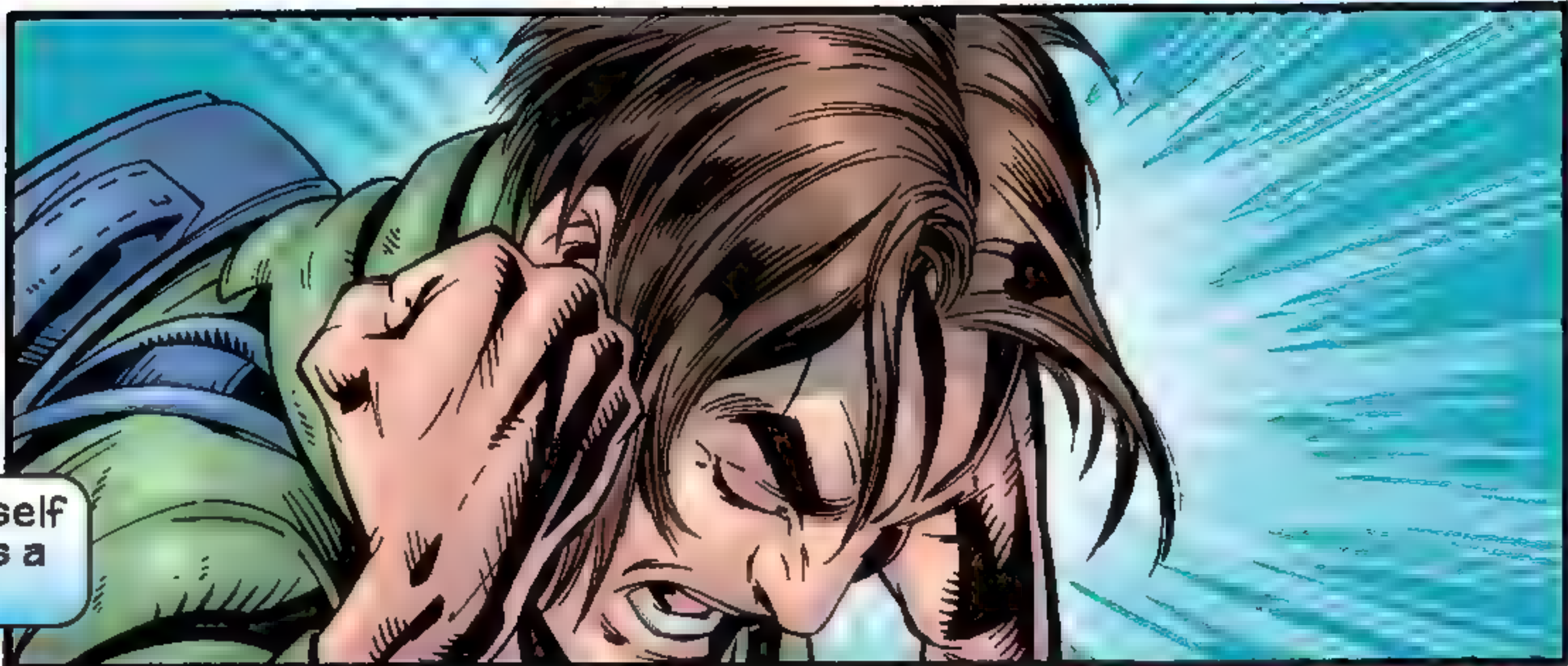
I'm kidding myself.



Aagghh!!  
Stop it! Just  
stop it!!

The guy is a worm. You read  
everything about him and his  
business-- his discoveries.  
He's a skeev.

Even if he *didn't* turn himself  
into a mutant goblin, he's a  
piece of garbage.



And all of a sudden Harry and  
him showing up right after I  
help put Octavius away.

I mean the Monday after  
Doc Ock makes his final  
appearance-- oh! All of a  
sudden-- there's Harry  
and Norman Osborn.



A big, happy  
family!!

Naah-- this is  
crap. Big crap.

Thing is-- even if he turned  
into the Pope-- Norman Osborn  
has me by the good and plenties.

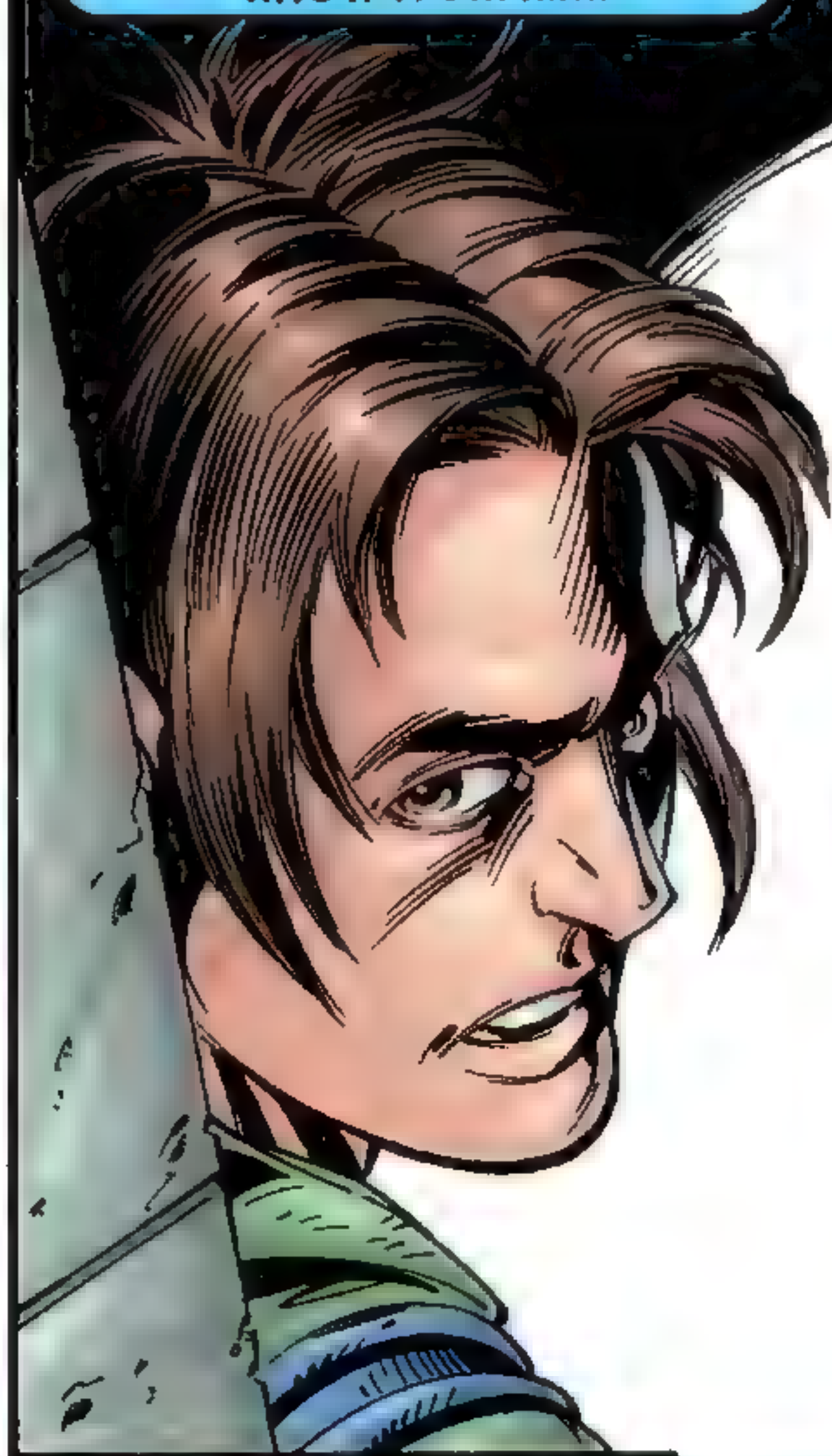
Which is, like, the  
total *opposite* of  
what they were last  
time I saw them.

I am so  
entirely  
screwed.

I don't know *what*  
Harry's Dad wants  
from me, but I know  
I don't want anything  
from *him*.



I don't want to *hear* from  
him-- I don't want to *talk*  
to him. I don't want to  
*know* from him.

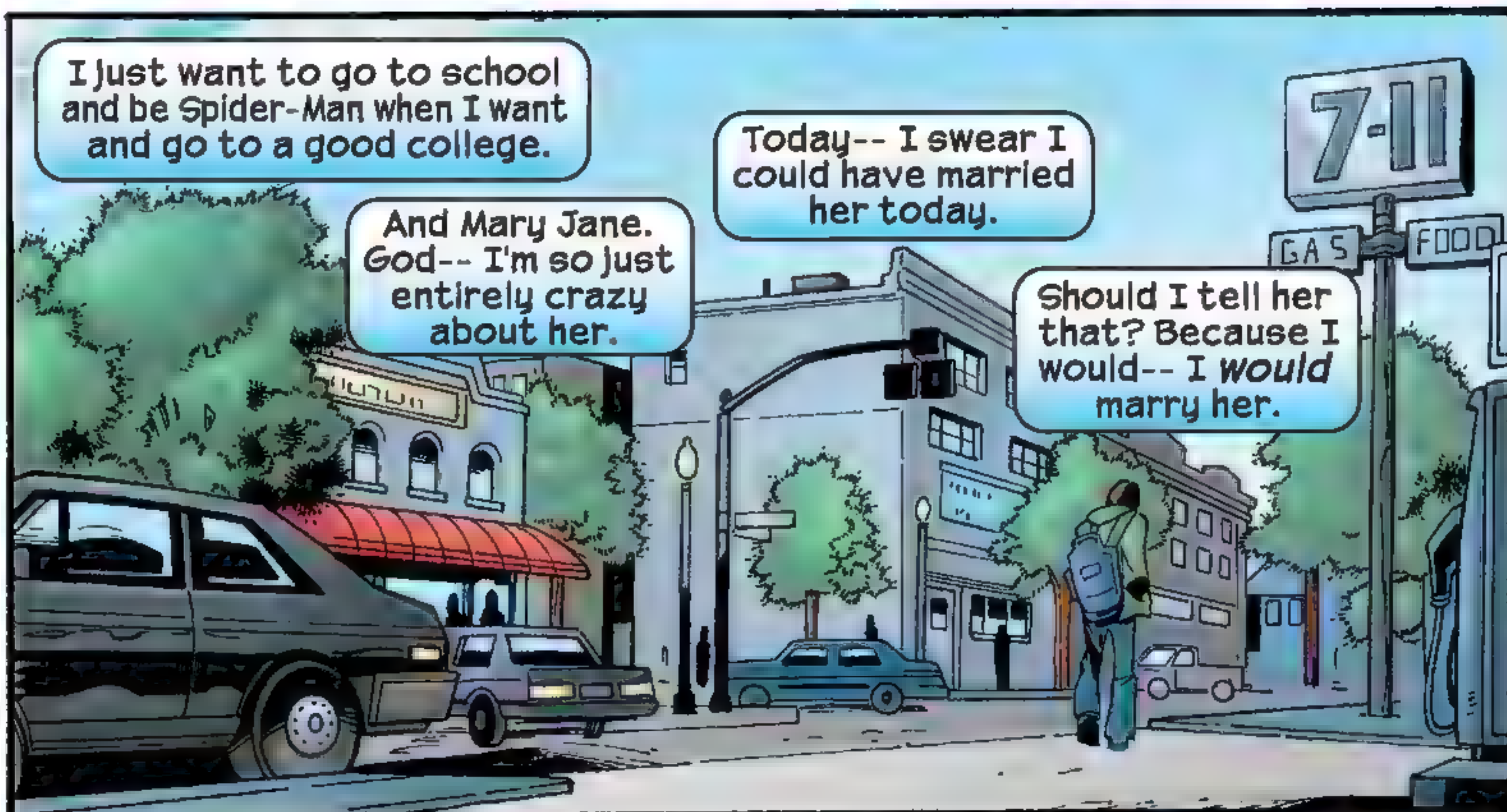


I just want to go to school  
and be Spider-Man when I want  
and go to a good college.

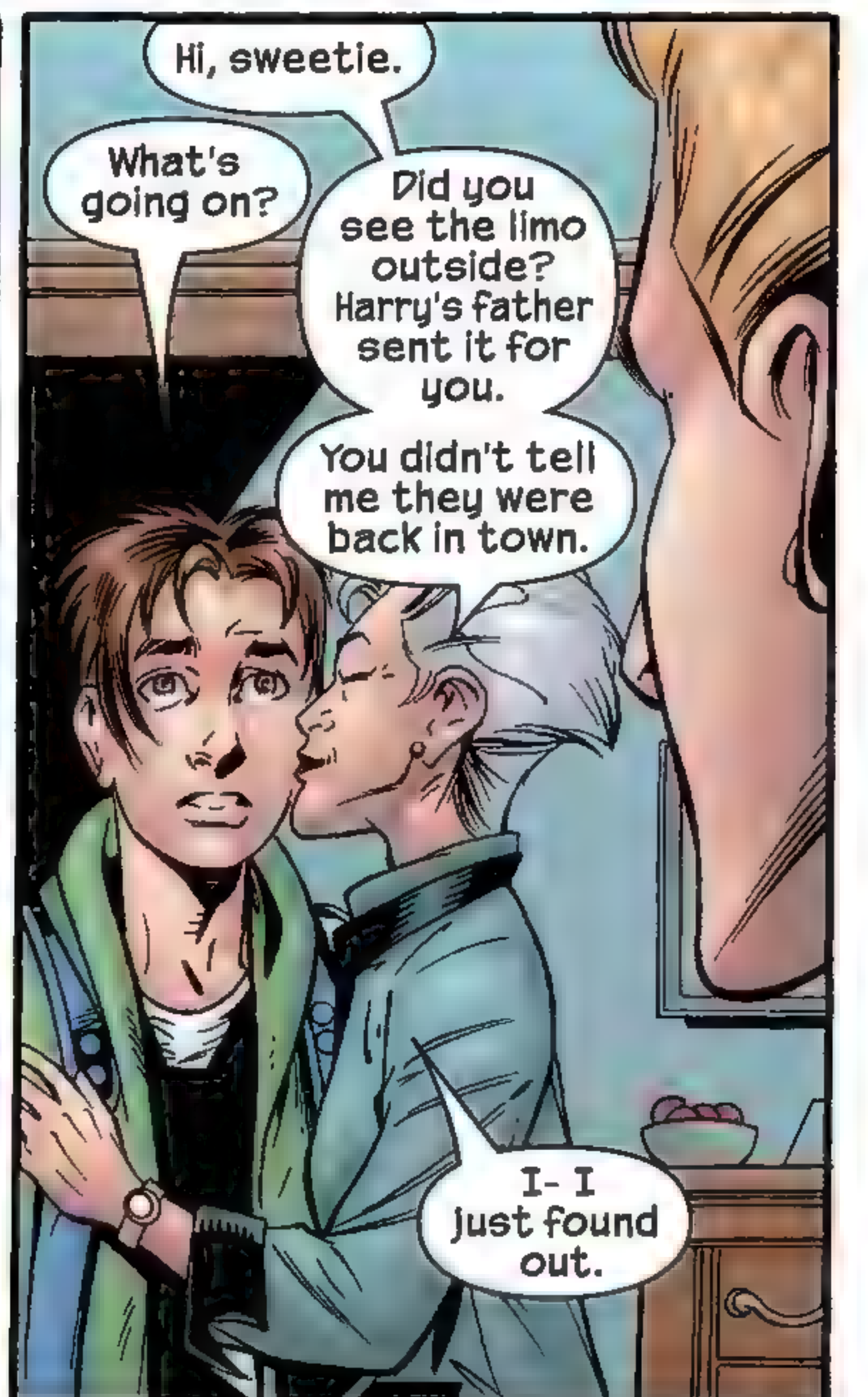
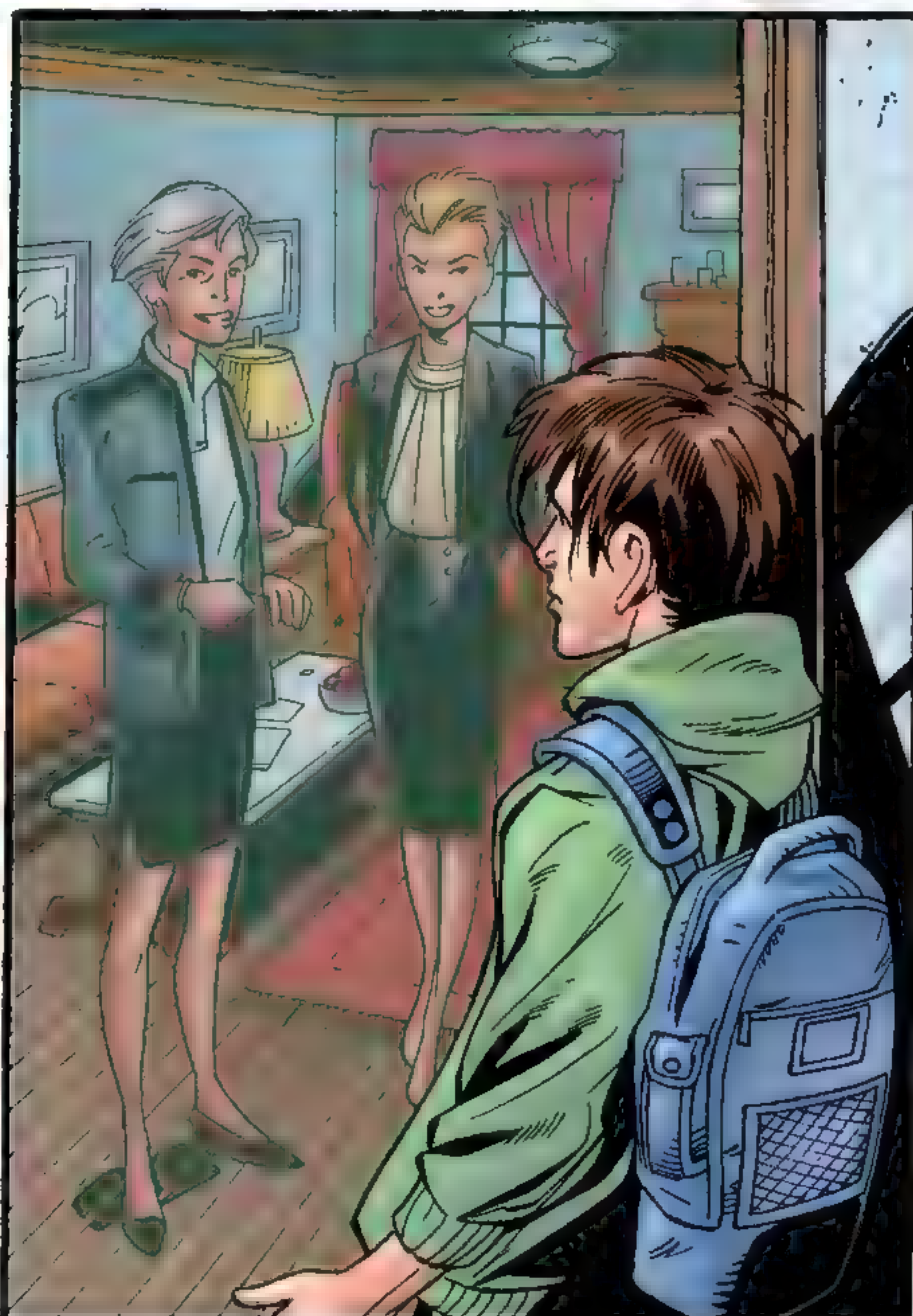
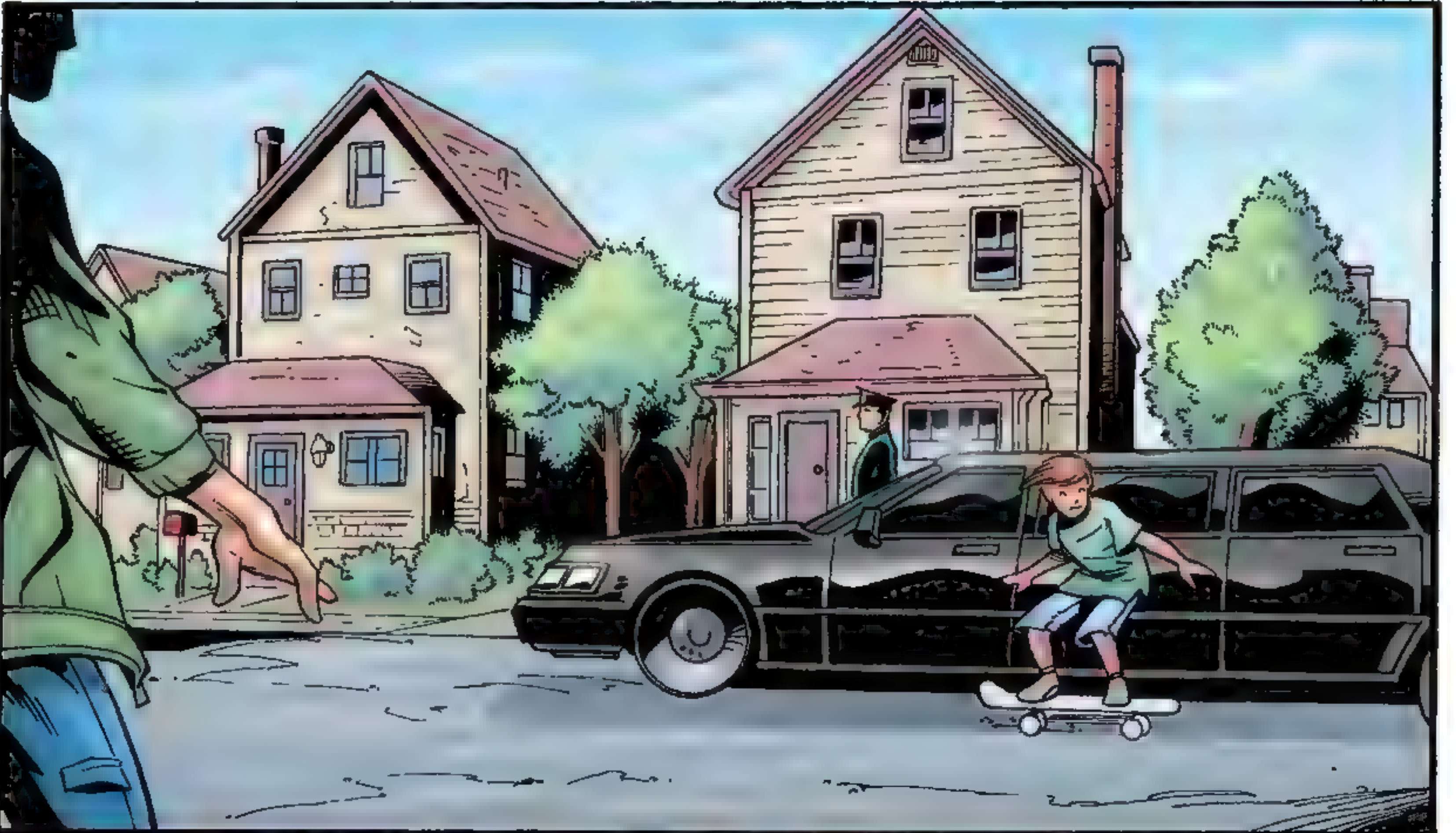
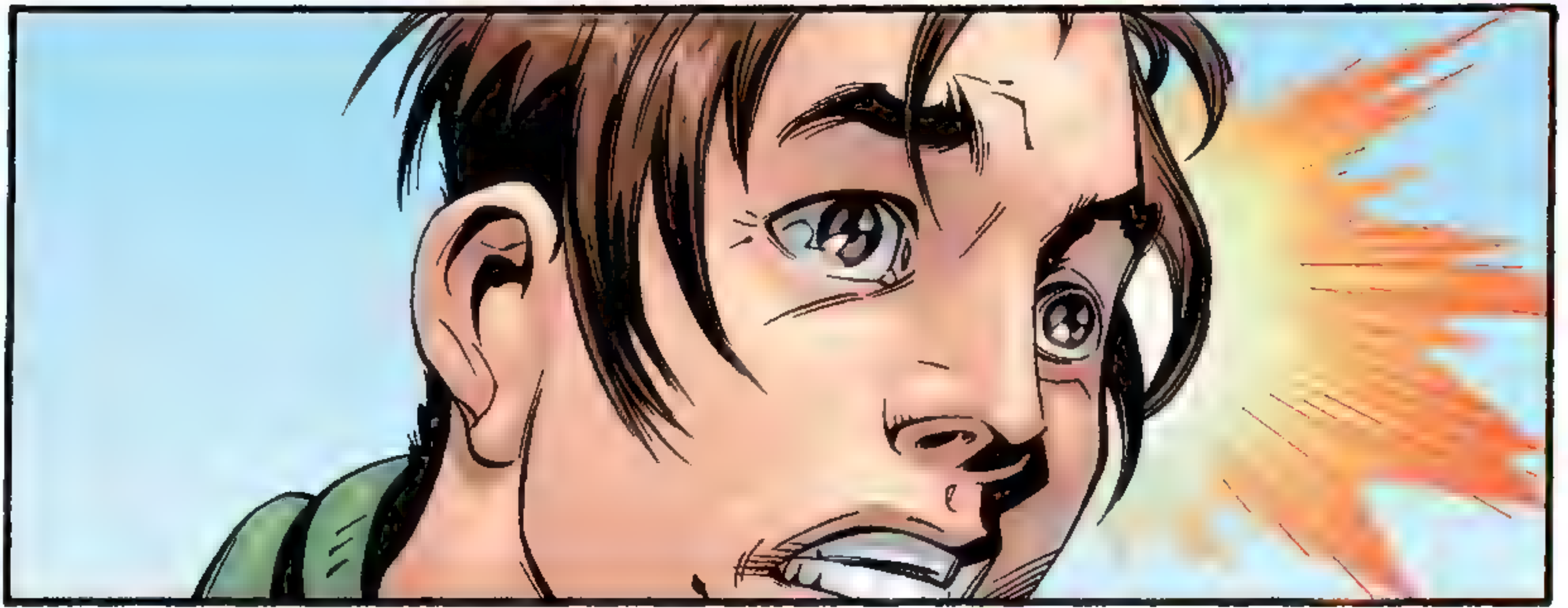
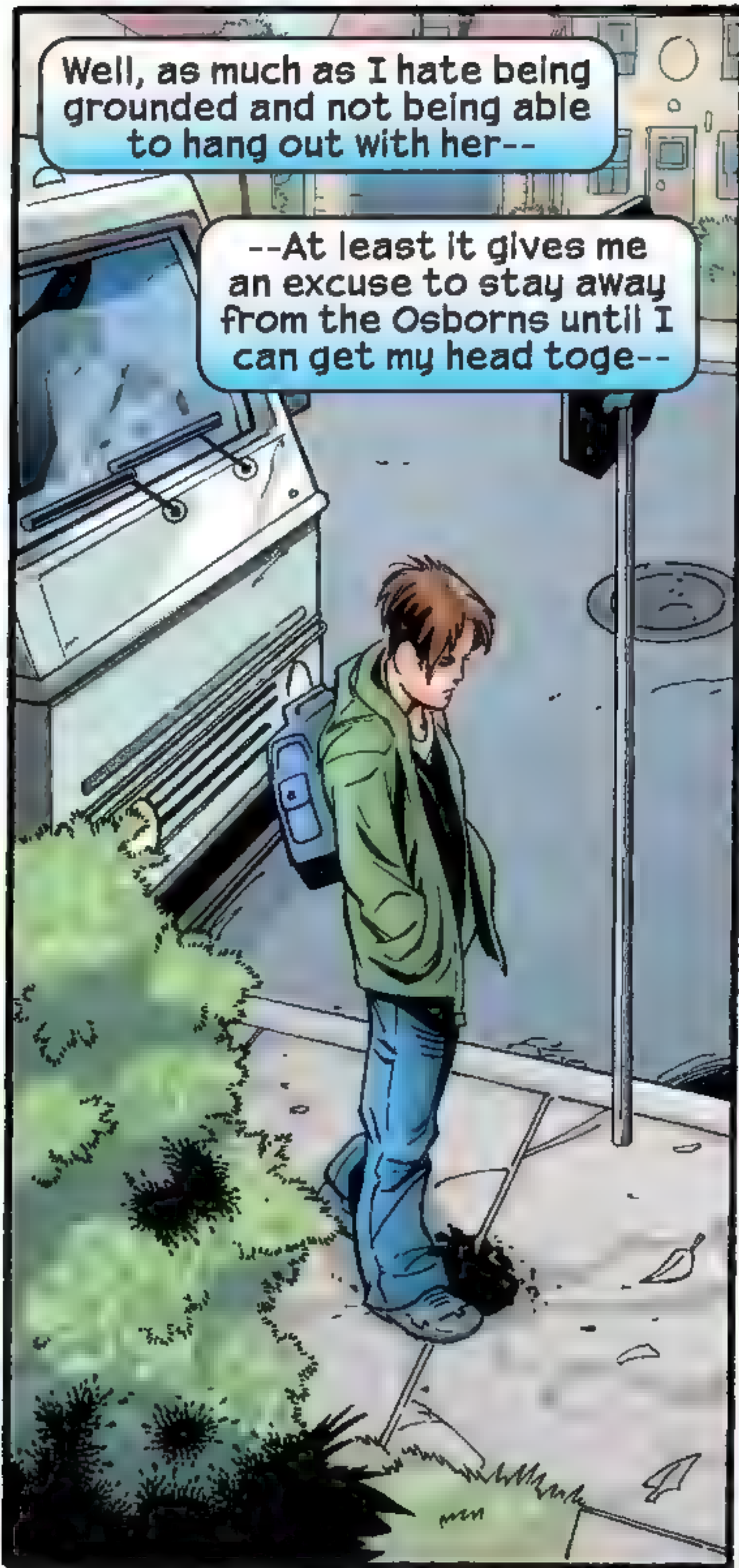
And Mary Jane.  
God-- I'm so just  
entirely crazy  
about her.

Today-- I swear I  
could have married  
her today.

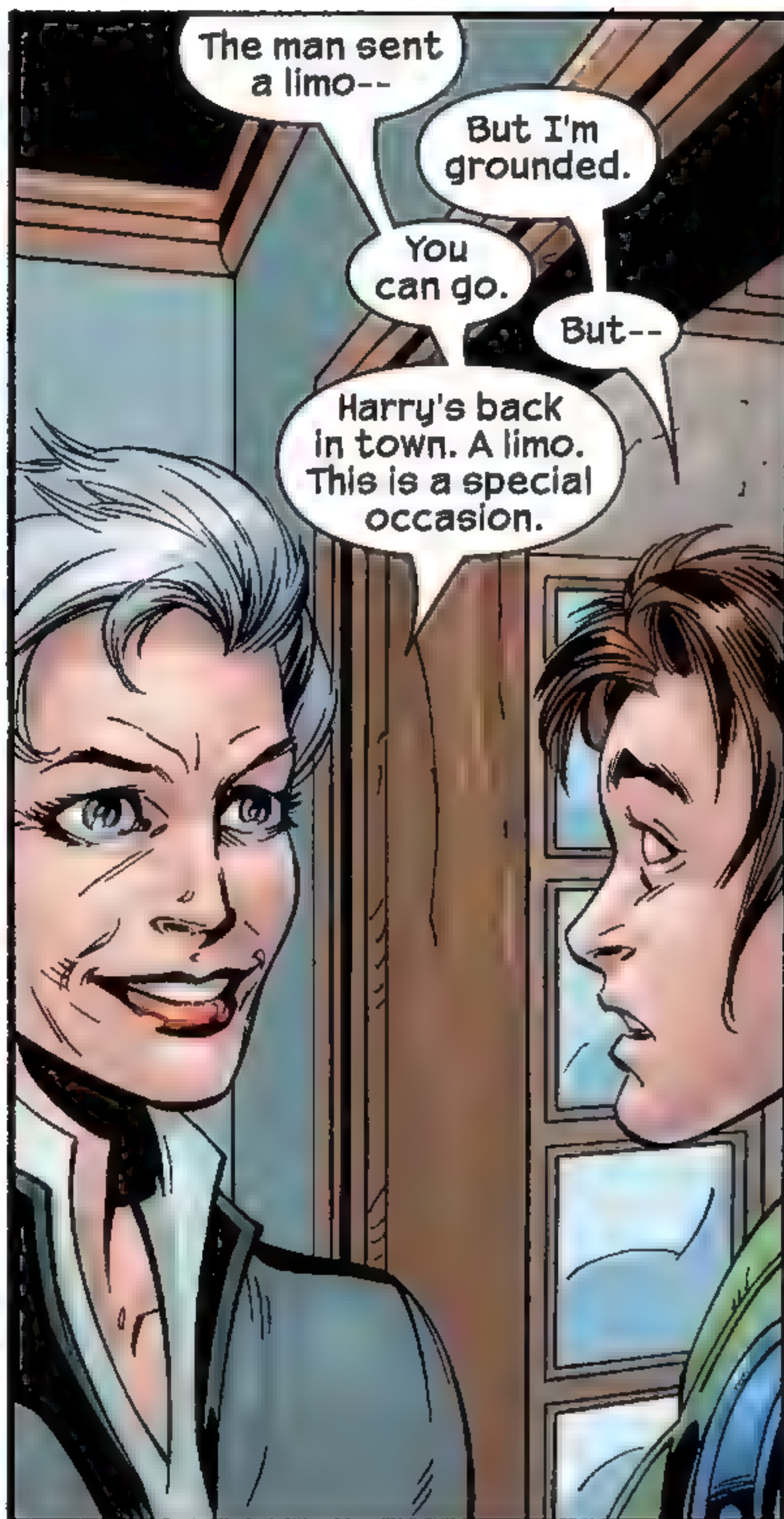
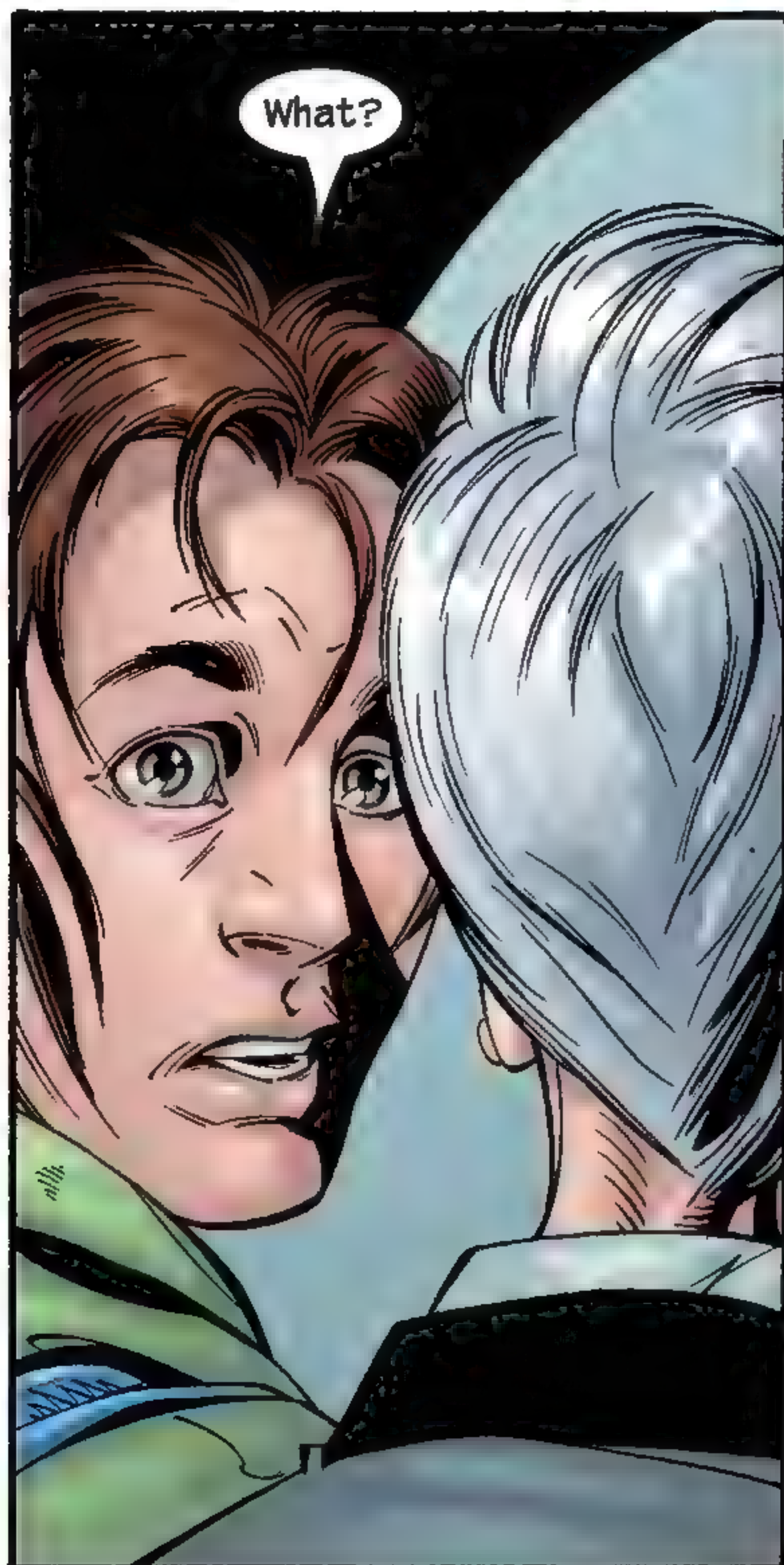
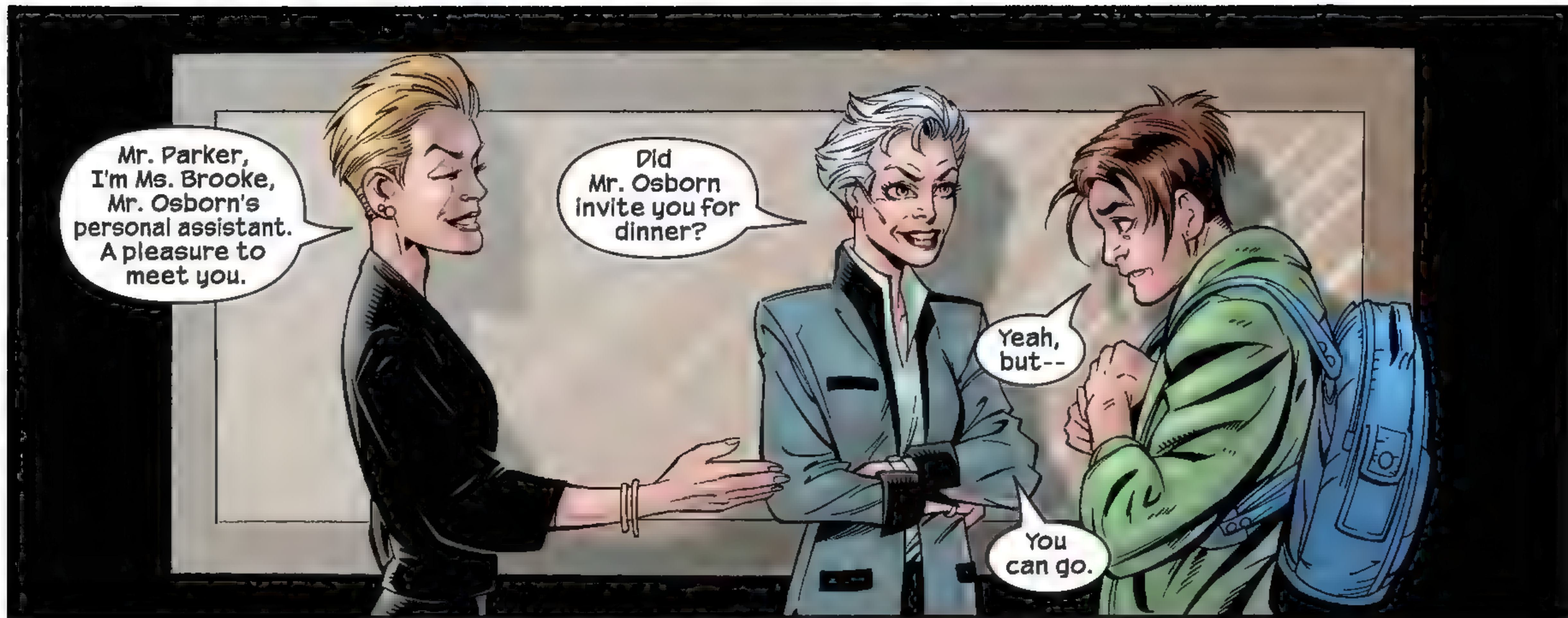
Should I tell her  
that? Because I  
would-- I *would*  
marry her.



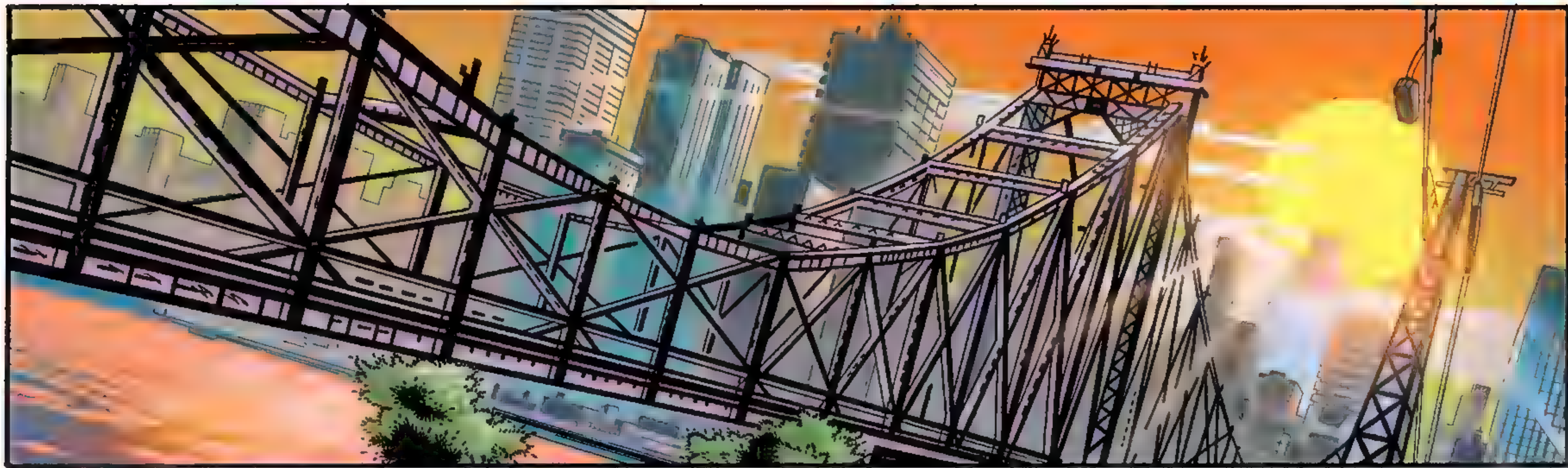




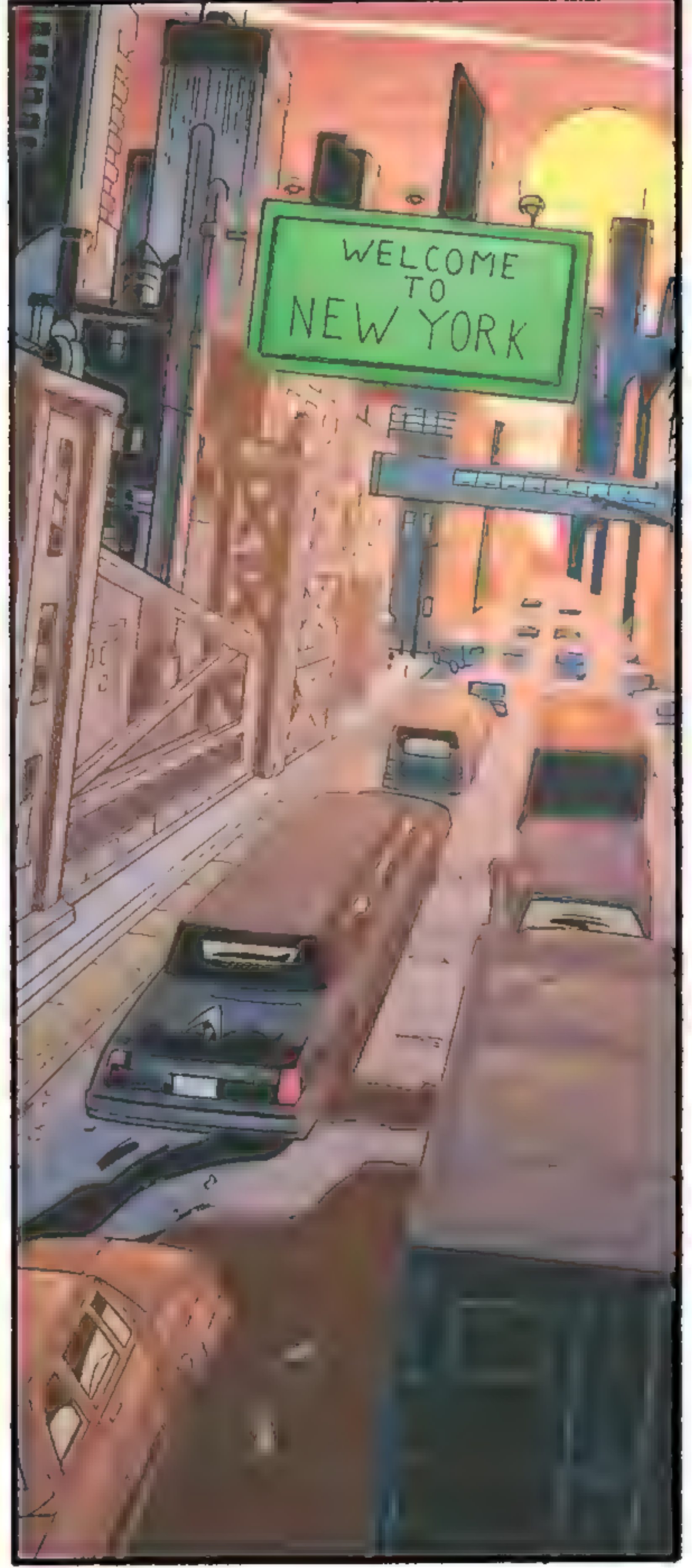
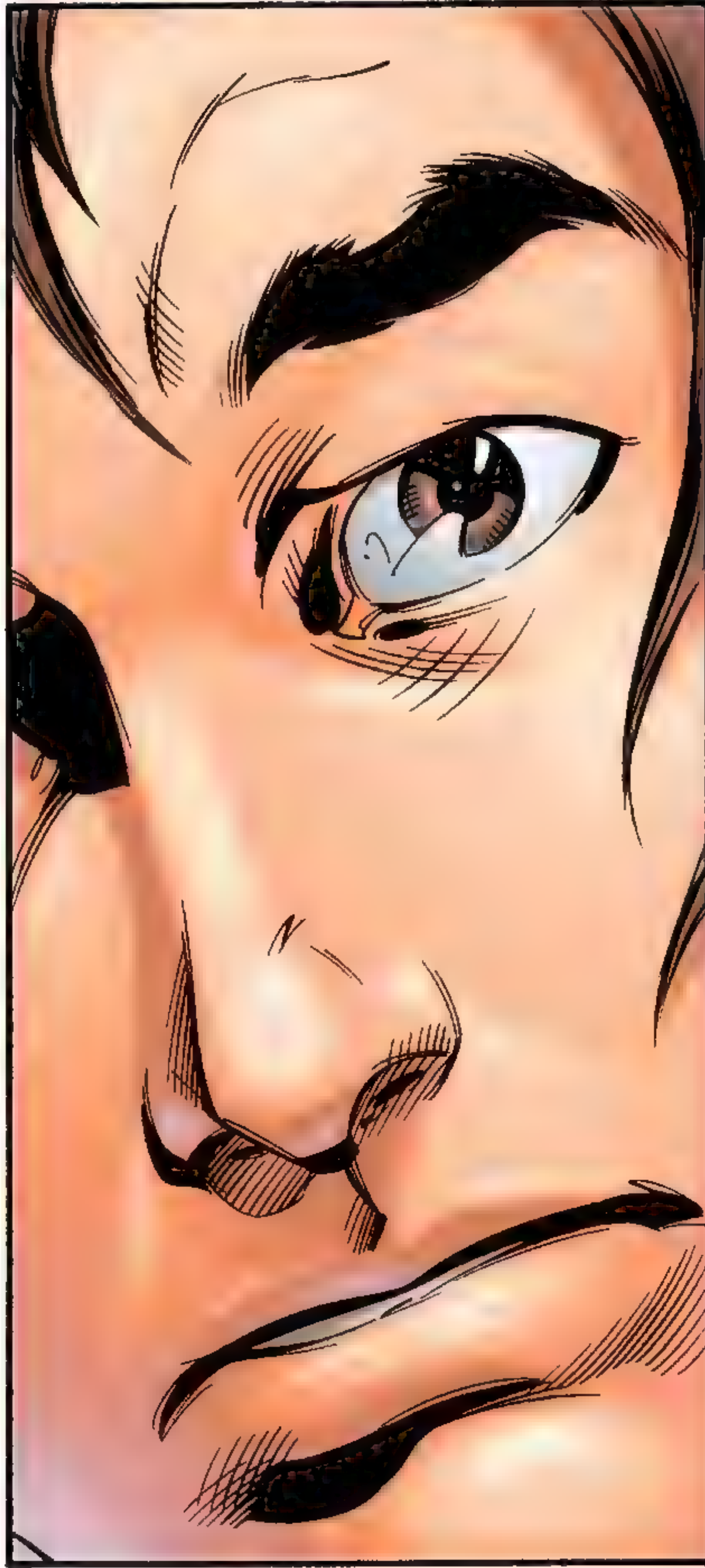
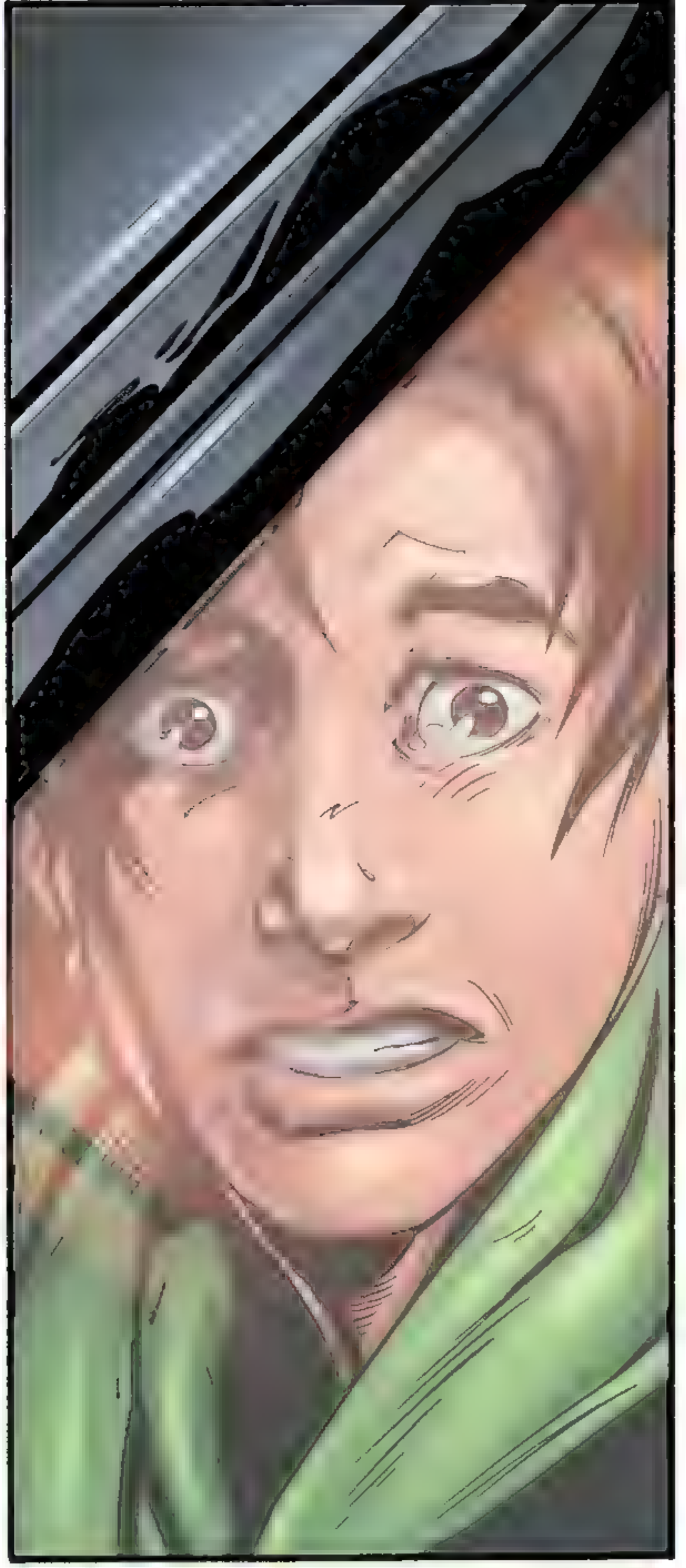
















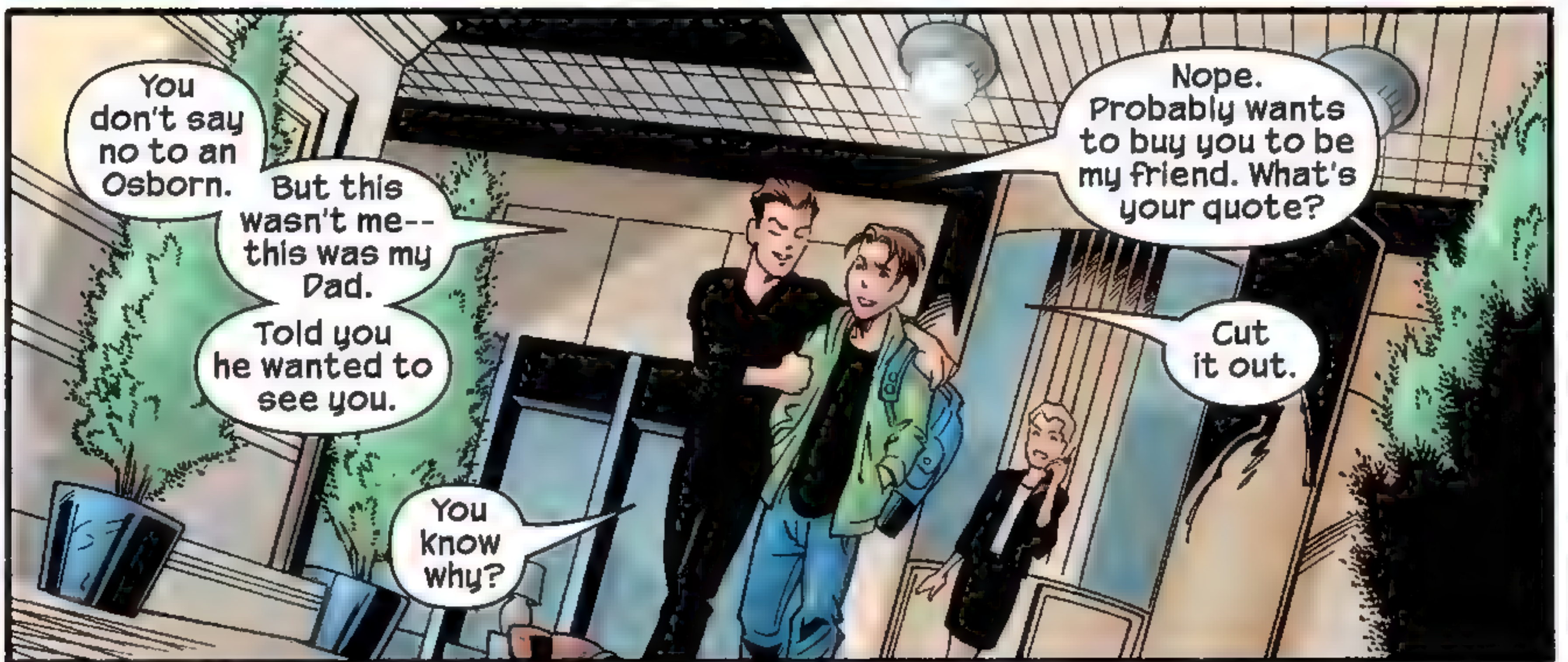
So who's grounded now, huh?



You're nuts.

I think for the next week we'll just park a limo outside your house till your Aunt forgets you're grounded.

I can't believe you.



You don't say no to an Osborn.

But this wasn't me-- this was my Dad.

Told you he wanted to see you.

You know why?

Nope. Probably wants to buy you to be my friend. What's your quote?

Cut it out.



I can't believe you and Mary Jane are an item.

Who told you that?

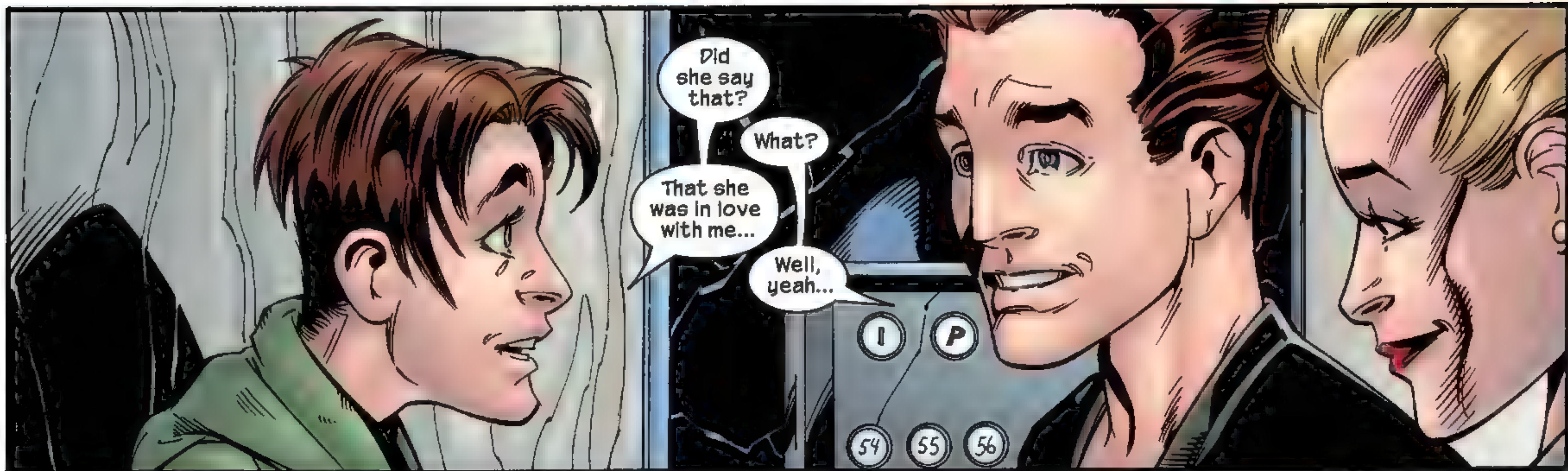
Mary-- I just talked to her for, like, an hour.

She's here?

No. Phone. Good lord, is she in love with you.





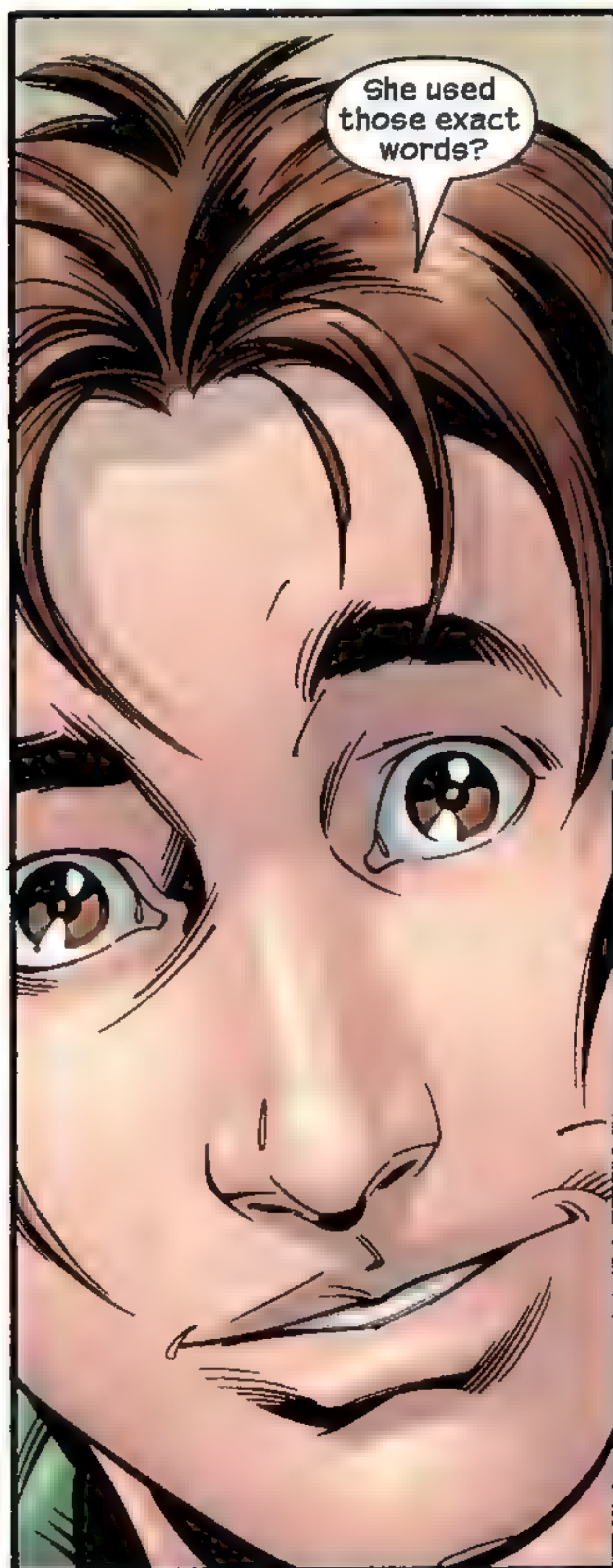


Did she say that?

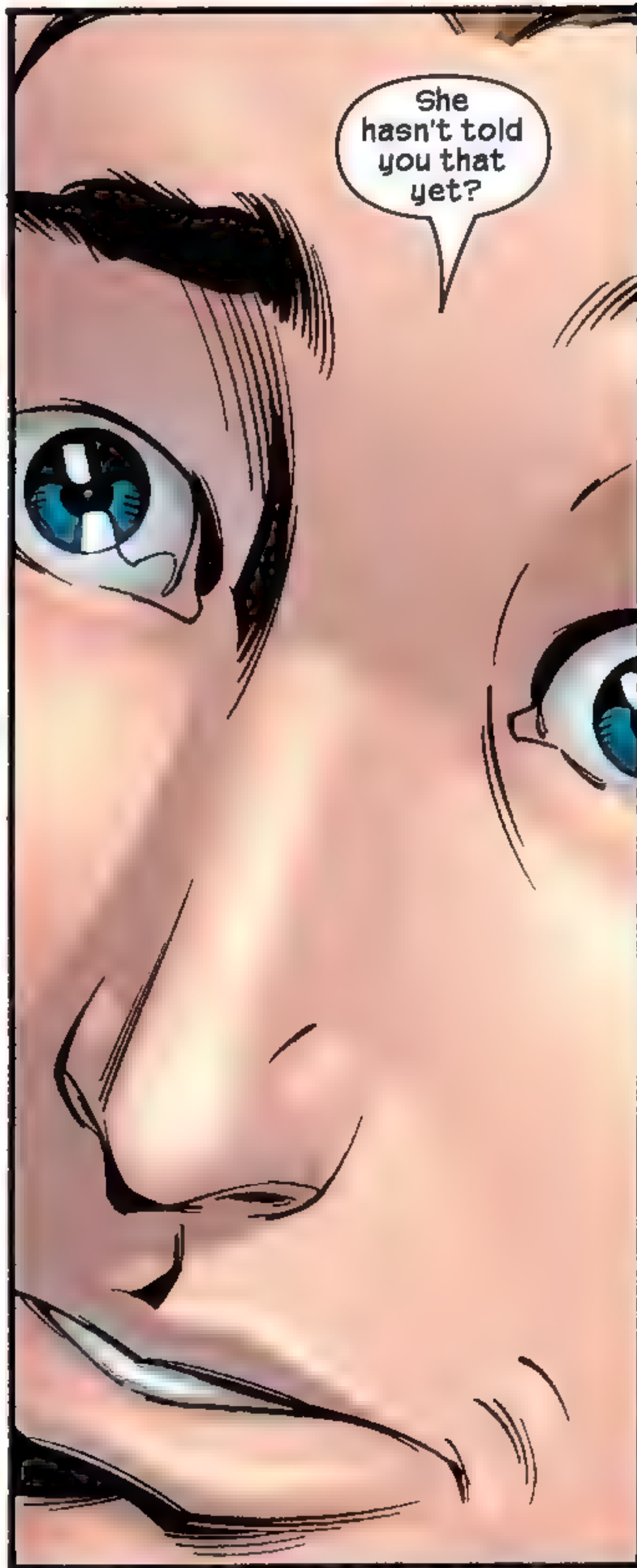
What?

That she was in love with me...

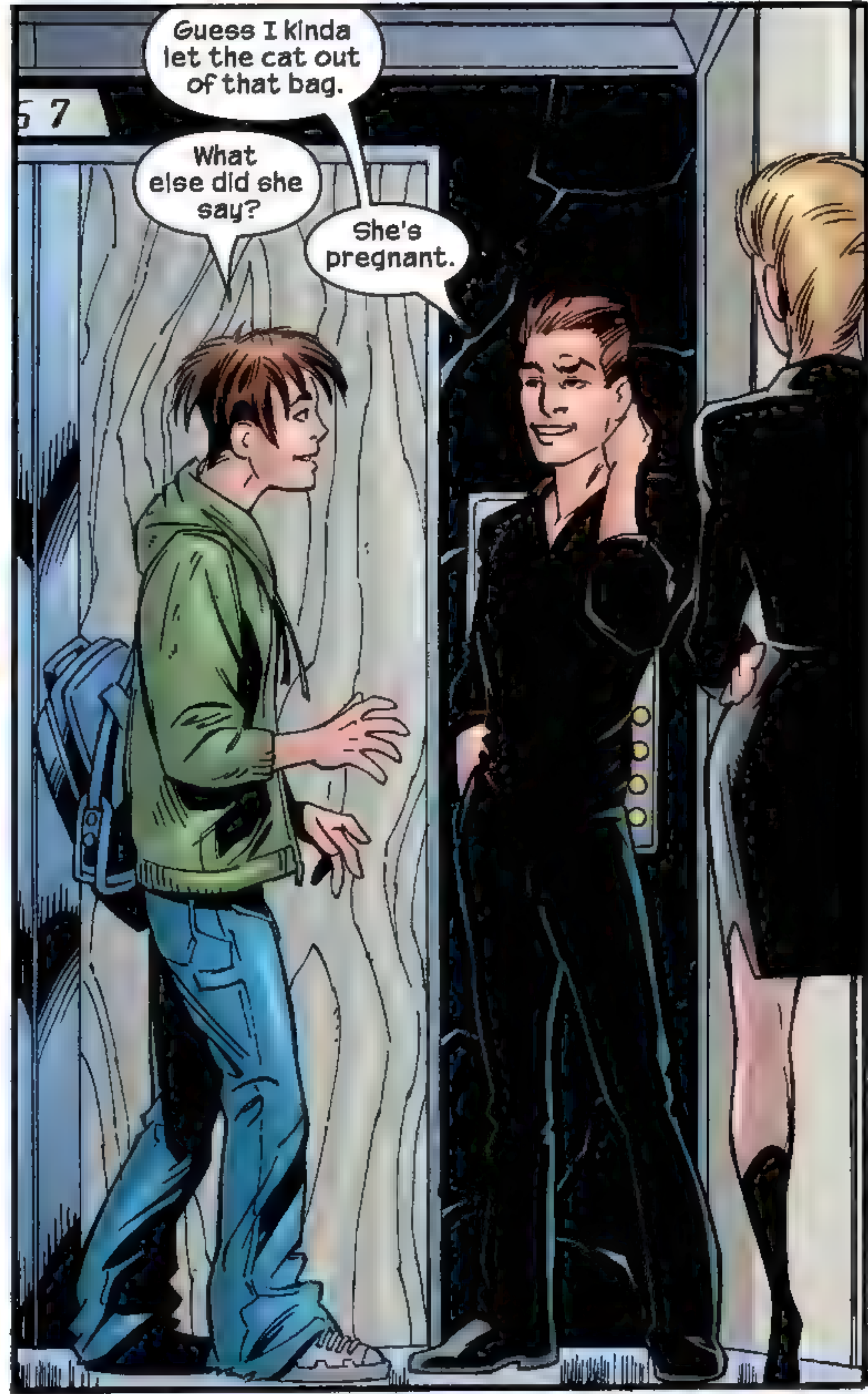
Well, yeah...



She used those exact words?



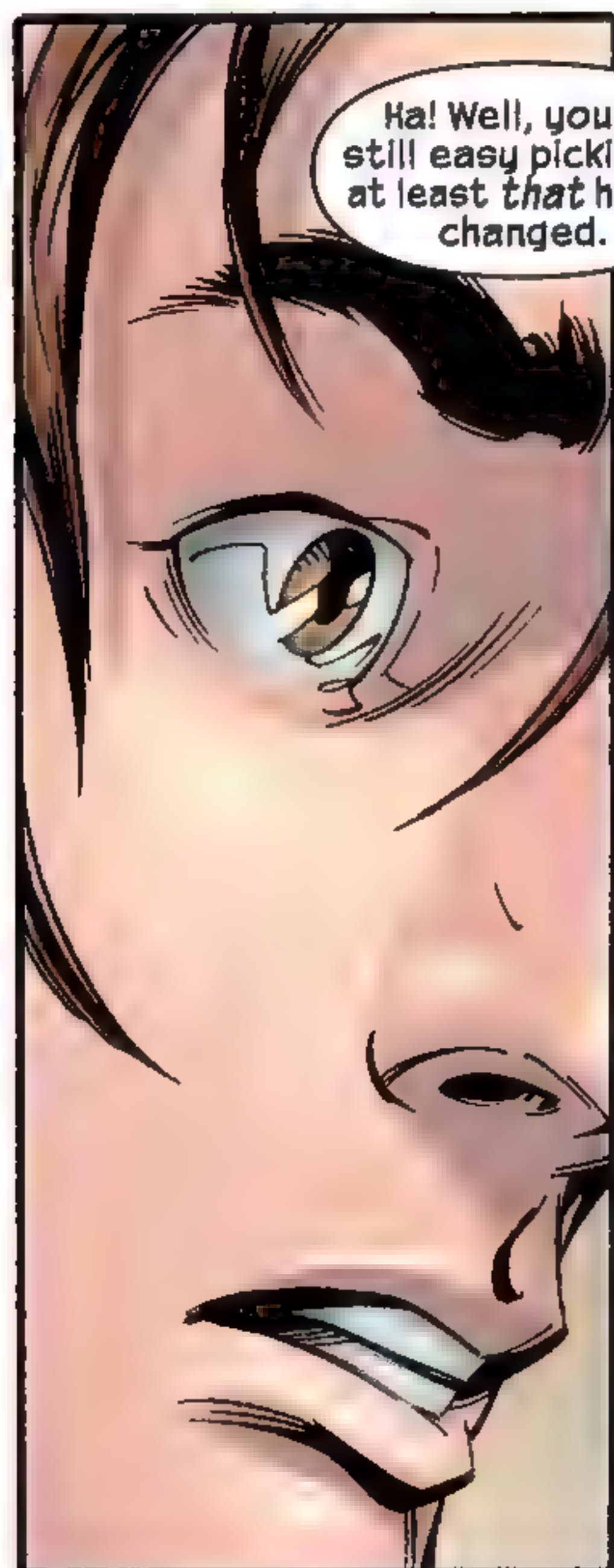
She hasn't told you that yet?



Guess I kinda let the cat out of that bag.

What else did she say?

She's pregnant.



Ha! Well, you're still easy pickin's--- at least *that* hasn't changed.



So how about we double-date?

With?



That Gwen Stacy--- holy galoleey!

That is a fine addition to the universe.

What's she like?

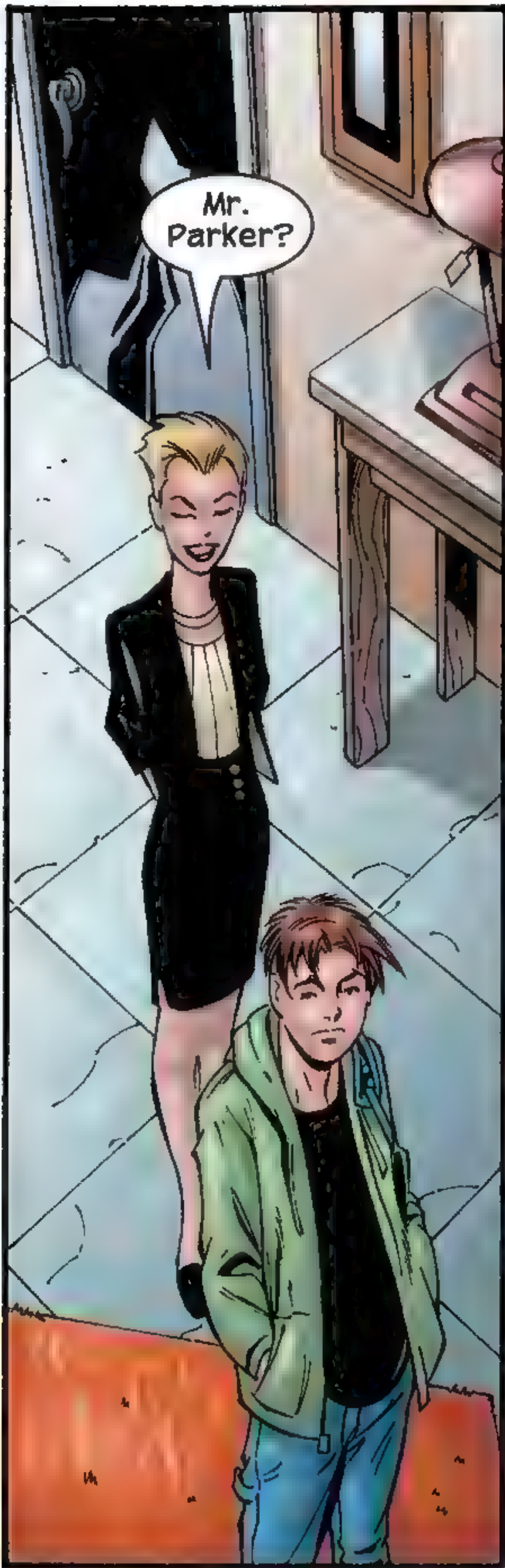
She's---

Up--- here we are--- top floor.

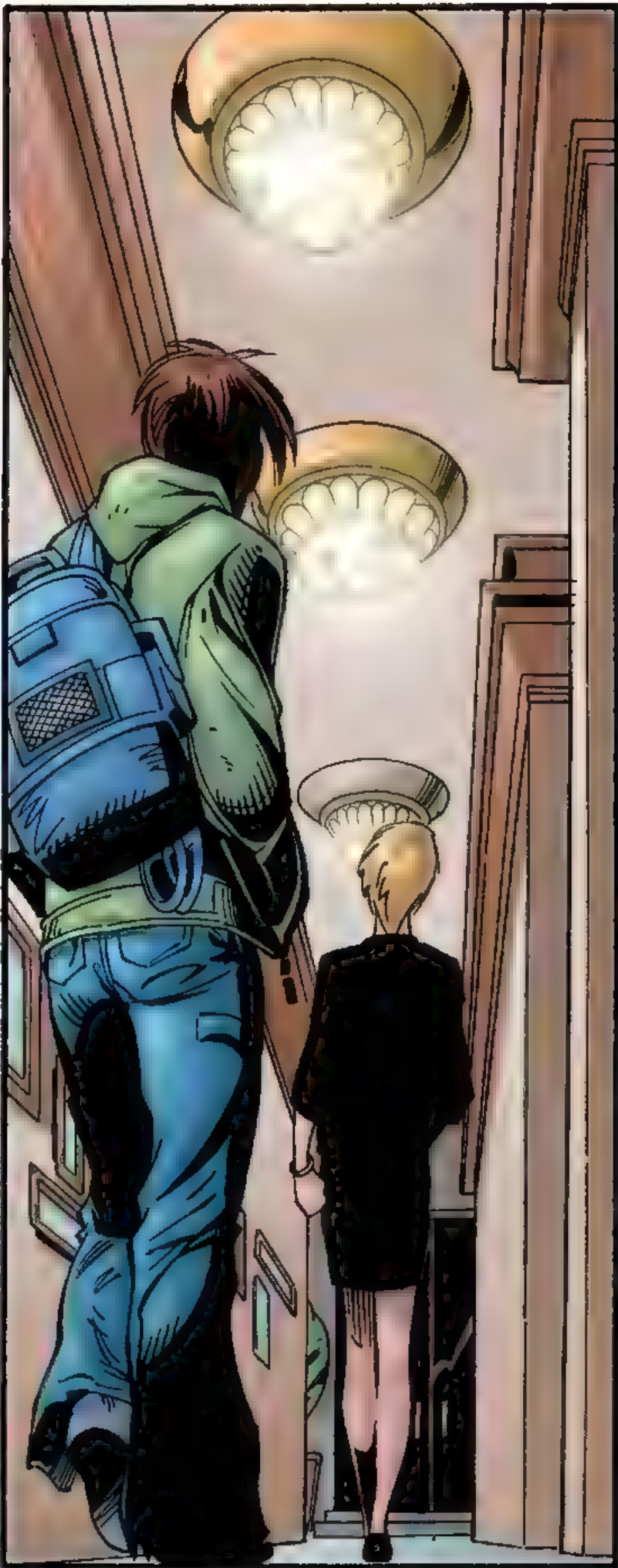








Mr. Parker?



I feel like I'm going to faint.

Whatever this is-- I'm not ready for it. I'm not prepared.

But think--



--there's too many people here for anything bad to happen.

Harry's here.

--come on--

Whatever this is-- it is.

Mary loves me? Holy crap.

I should hop right out the window.

I should run away so no one can find me. I should tell Aunt May the truth and find Mary and run away.

No.

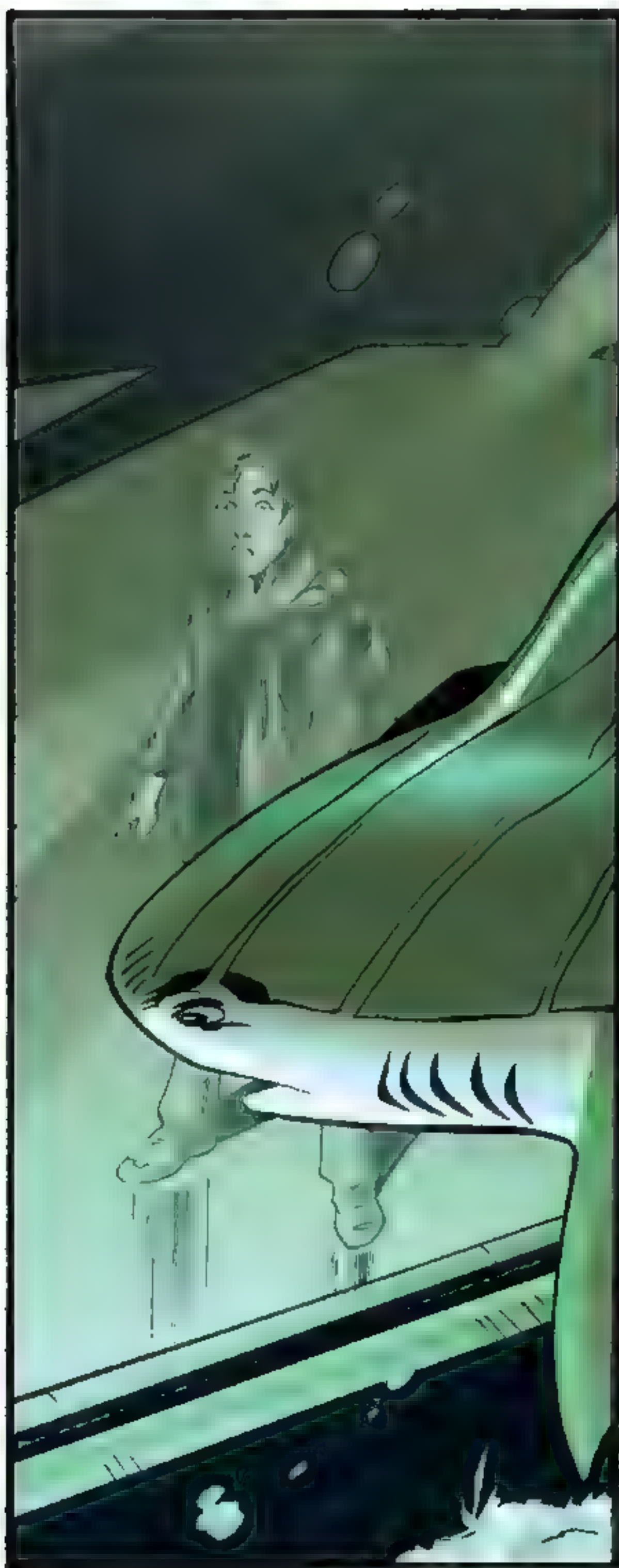
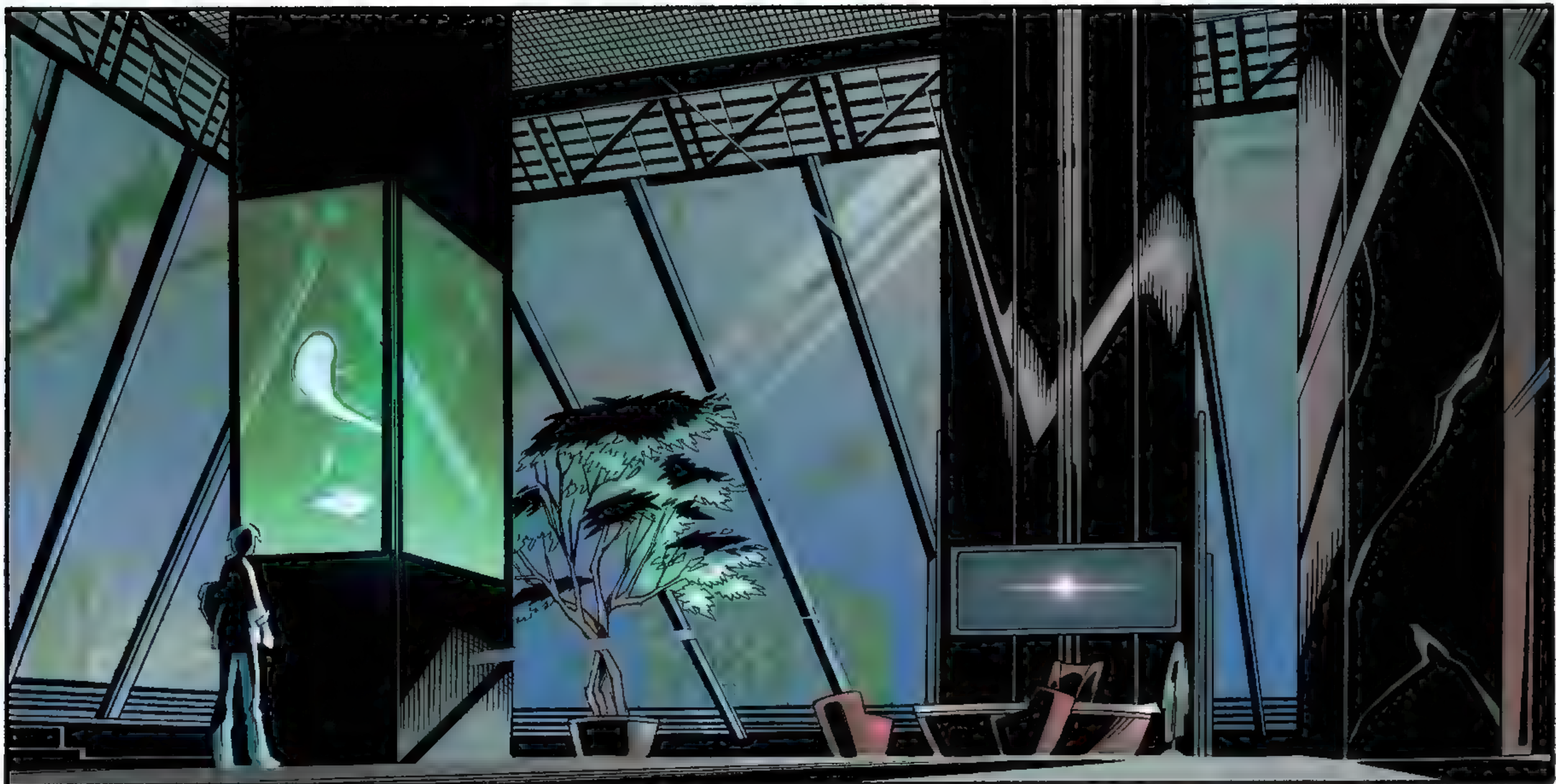
This--

Whatever this is-- it is.

Face it.







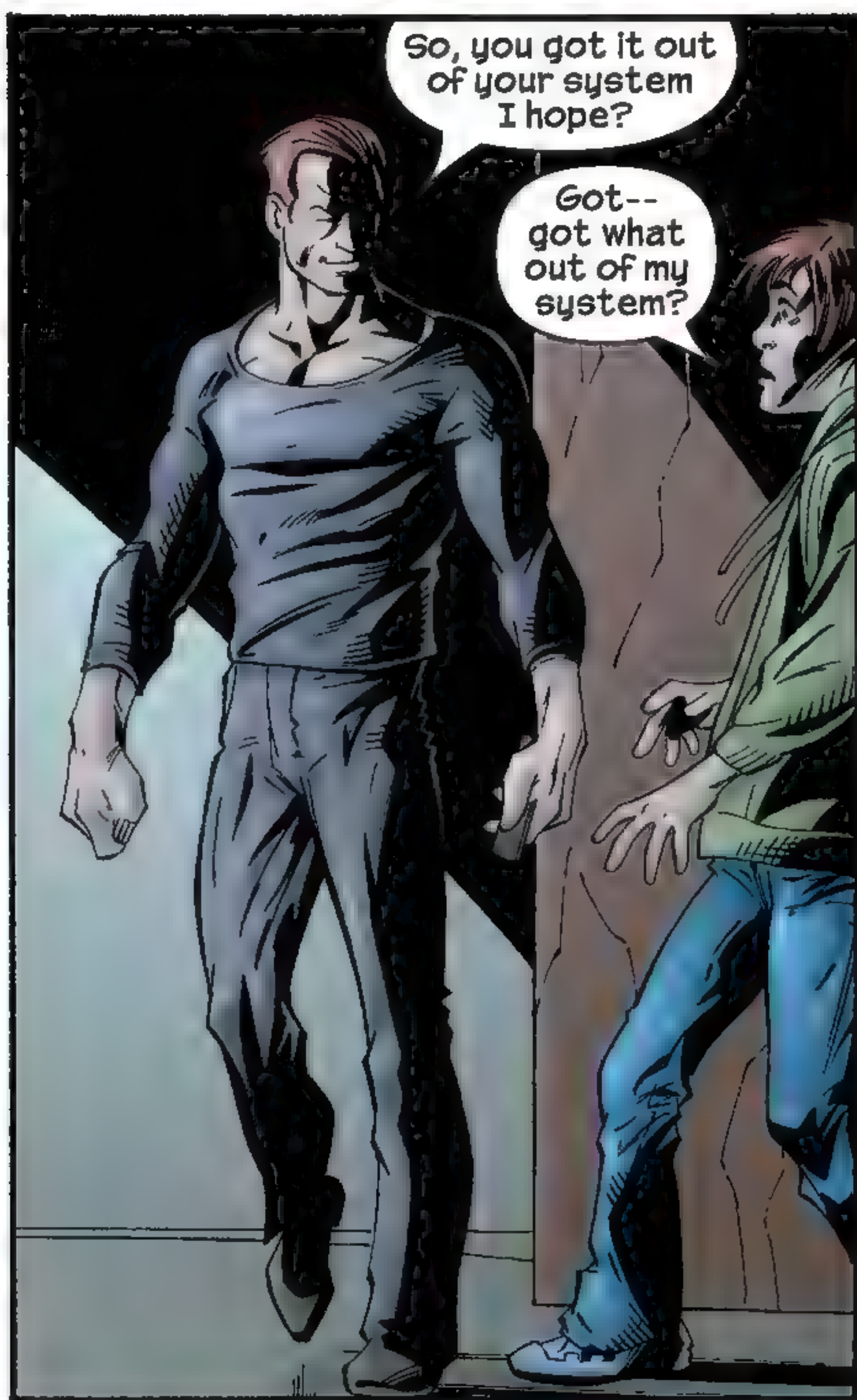




So?  
Huh?

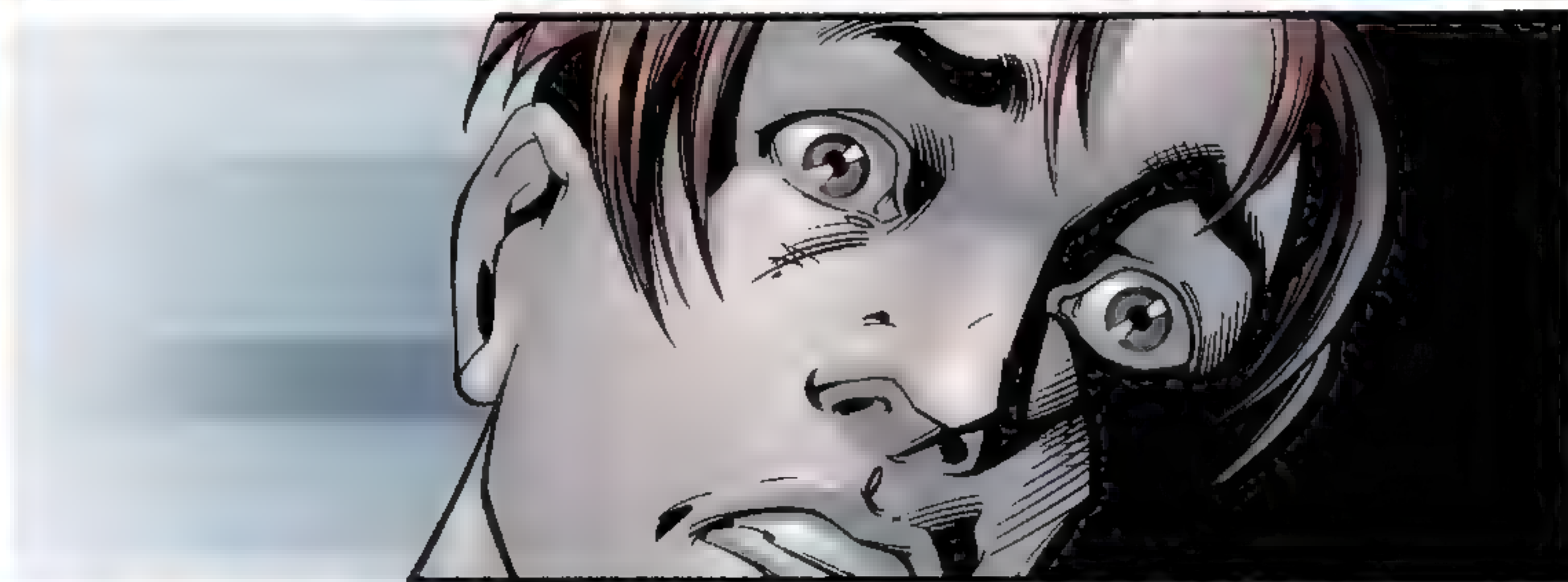
How do I  
look?

Better  
or worse than  
the last time  
you saw  
me?



So, you got it out  
of your system  
I hope?

Got--  
got what  
out of my  
system?



This Spider-  
Man crap.

You're  
done.

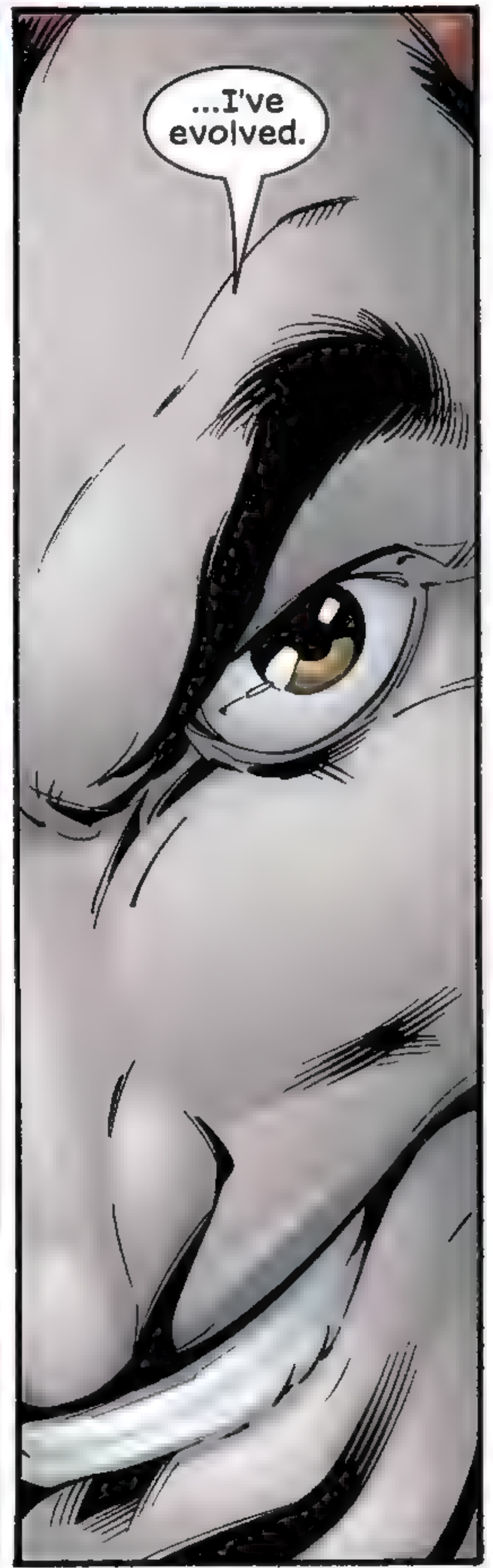
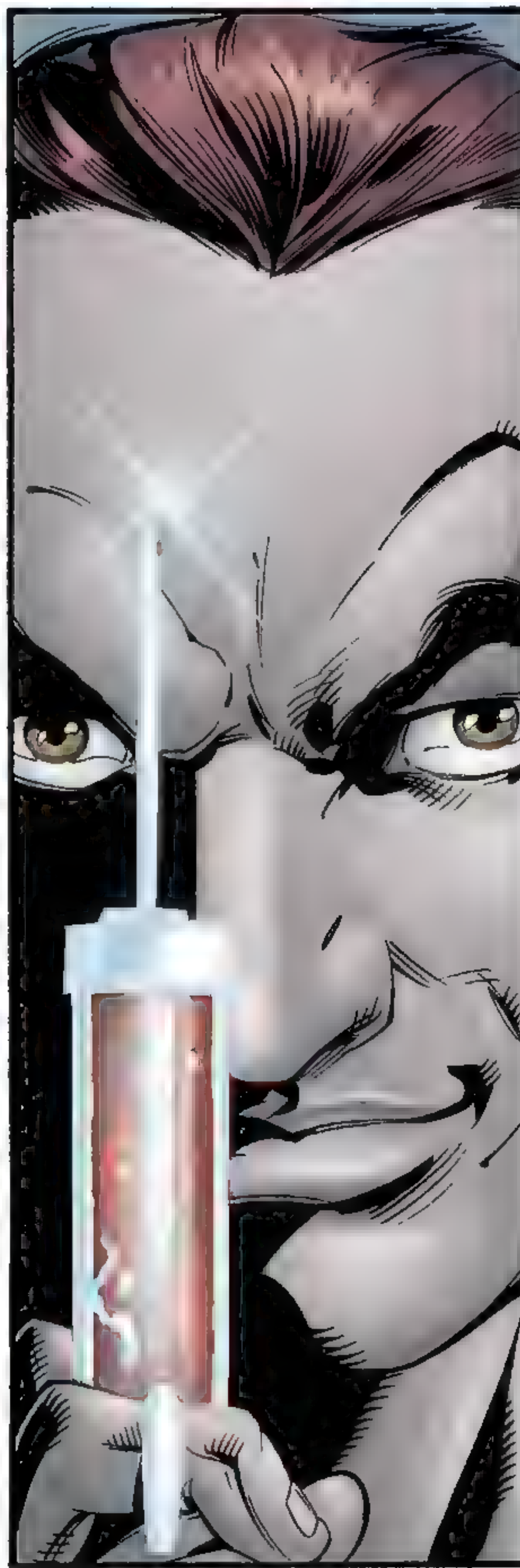
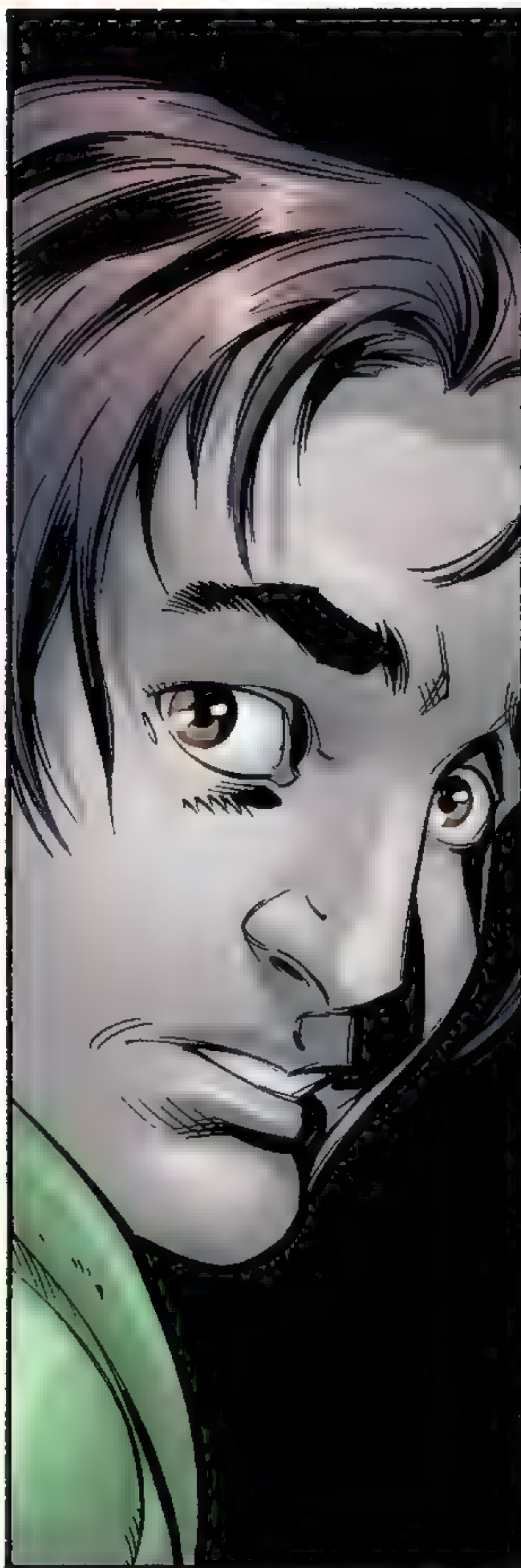
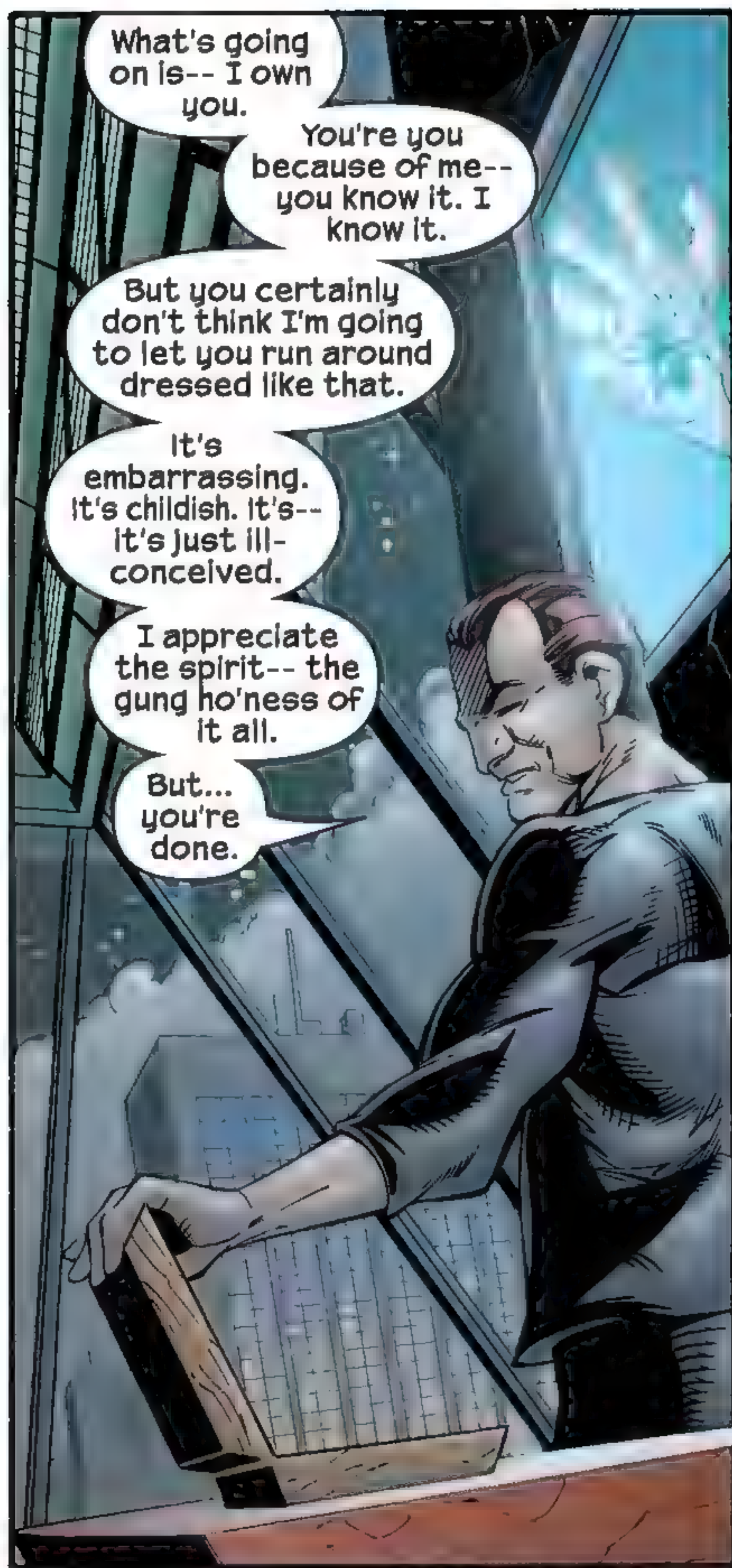


Wh-- what's  
going on  
here?

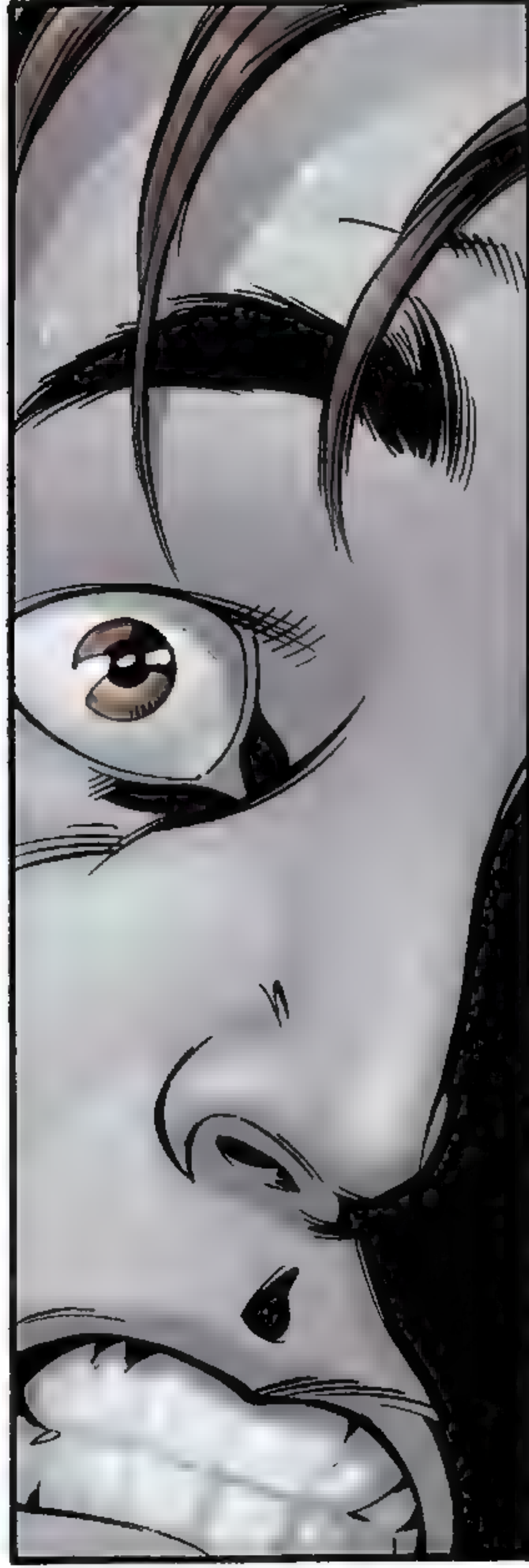
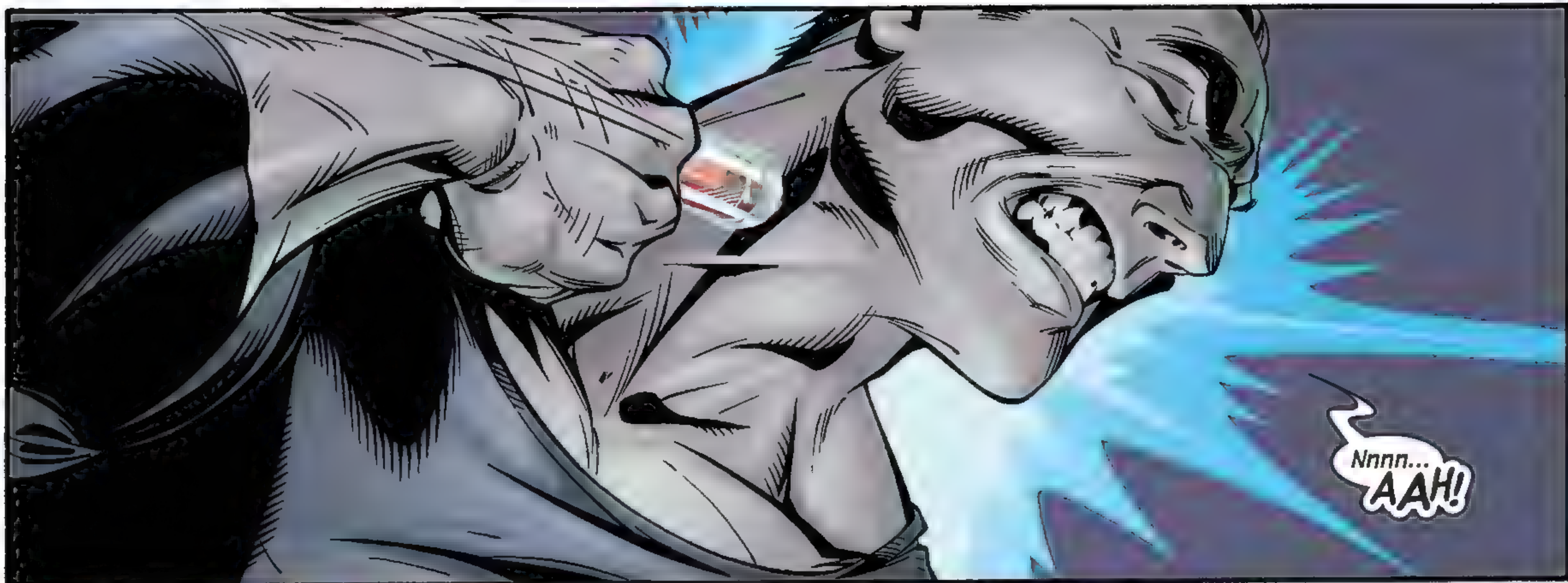
How  
are you  
alive?

What's--  
what's going  
on?

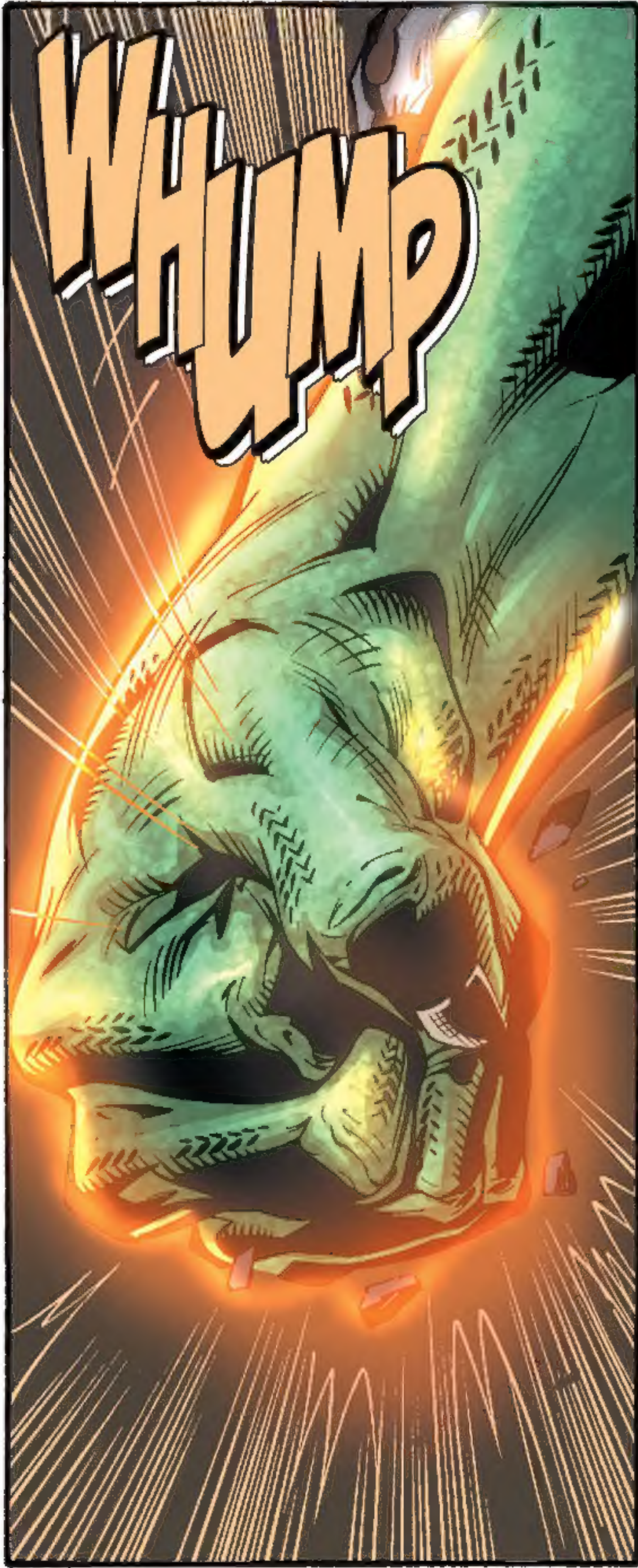
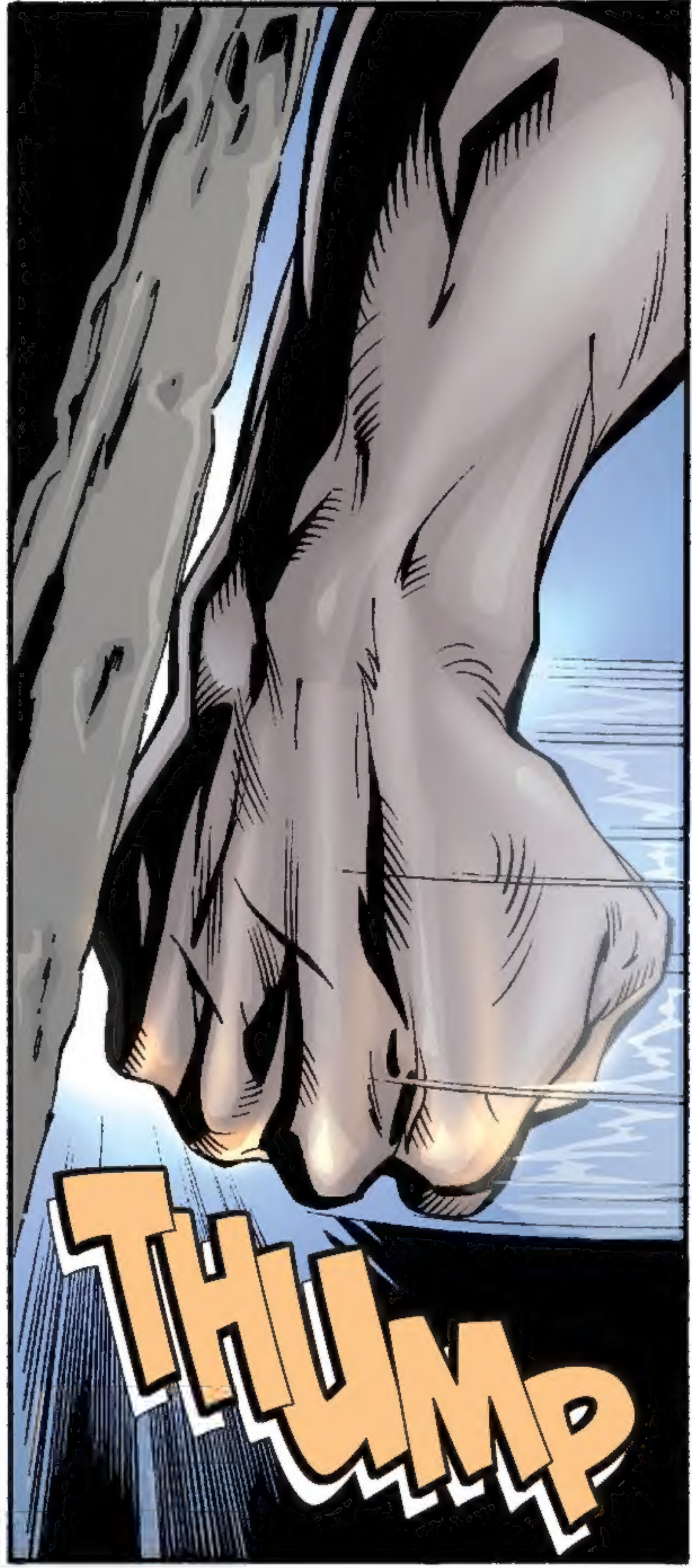
















Now,  
what was your  
question?

*To Be  
Continued...*



# JAY LENO & SPIDER-MAN: ONE NIGHT ONLY!

## (DON'T FORGET TO TIP YOUR WAITRESS)

PART ONE



RON ZIMMERMAN WRITER  
 GREG CAPULLO PENCILS DANNY MIKI INKS  
 AVALON STUDIOS' DAN KEMP COLORS  
 RS & COMICRAFT'S WES ABBOTT LETTERS  
 JOHN MIESEGAES ASSISTANT EDITOR  
 AXEL ALONSO EDITOR JOE QUESADA CHIEF  
 BILL JEMAS PRESIDENT





**SON OF**

**ULTRAMAN**